



Jiangsu Expressway Company Limited

(Hong Kong Stock Exchange Stock Code: 00177)

2025 Annual Report



IMPORTANT NOTICE

- I The board of directors and the directors, and senior management of the Company warrant the truthfulness, accuracy and completeness of the contents of this annual report, guarantee that there are no false representations, misleading statements contained in, or material omissions from this report, and jointly and severally accept legal responsibility in respect thereof.**
- II All directors of the Company attended the board of directors' meeting.**
- III KPMG Huazhen LLP has issued a standard unqualified audit report for the Company.**
- IV WANG Feng, the Person in Charge of the Company, YU Changliang, the Accounting Chief of the Company, and ZHANG lu, the Person in Charge of the Accounting Department (Head of the Accounting Department), warrant the truthfulness, accuracy and completeness of the financial statements contained in this annual report.**
- V Profit distribution plan or plan for the capitalization of capital reserve during the Reporting Period resolved by the board of directors**

During the Reporting Period, the Company realized a net profit attributable to shareholders of the Company of approximately RMB4,593,871,000, and earnings per share of approximately RMB0.9119. The board of directors of the Company proposed to distribute cash dividends of RMB0.49 per share (tax inclusive) to all shareholders based on the total share capital of 5,037,747,500 shares. The proposed dividends are expected to be paid on 13 July 2026.

The total distribution amount is fixed. Should there be a change in the issued shares of the Company prior to the record date, the dividend per share may be adjusted and an announcement will be made accordingly.

Relevant circumstances regarding uncovered losses of the parent company as of the end of the Reporting Period and their impact on matters such as dividend distribution

☐ Applicable ☒ Not Applicable

VI Risk warning for forward-looking statements

☒ Applicable ☐ Not applicable

Forward-looking statements in this annual report which involve development strategies and plans do not constitute actual commitments of the Company to investors. There may be differences between the future actual results of the Company and these forward-looking statements. Investors and related parties are advised to keep sufficient risk awareness in this regard, and understand the difference among plans, predictions and commitments.

VII Is there misuse of funds of the Company by the Controlling Shareholder and other related parties for non-operational purposes

No

VIII Did the Company provide external guarantee in violation of the decision-making procedures

No

IX Whether more than half of the directors are unable to warrant the truthfulness, accuracy and completeness of the annual report disclosed by the Company

No

X Major risk alerts

The risk factors that the Company may face in the operation and development of business in the future have been analyzed and described in this annual report. Investors are advised to refer to the sub-section headed "Possible risks" under Section III "REPORT OF THE BOARD" in this annual report.

XI Others

☒ Applicable ☐ Not applicable

Unless otherwise specified, the financial figures involved in this annual report are expressed in RMB.

In this report, there may be a tail difference between the sum of individual data and the number of related data, which is caused by rounding when calculating data.

Table of contents

Section I	Definitions	2
Section II	Company Information and Principal Financial Indicators	7
Section III	Report of the Board	14
Section IV	Corporate Governance, Environment and Society	52
Section V	Significant Matters	104
Section VI	Changes in Ordinary Shares and Shareholders	183
Section VII	Particulars of Corporate Bonds	196
Section VIII	Financial Report	218

Documents available for inspection	A copy of the annual report signed by the Chairman
	Financial statements signed and sealed by the legal representative, person in-charge of accounting affairs, and head of the accounting department
	Original of the audit report sealed by the accounting firm, and sealed and signed by a certified accountant
	Original copies of all documents and announcements of the Company published in the press designated by the CSRC during the Reporting Period
	Articles of Association
	Copies of annual reports released on other stock exchanges

DEFINITIONS

I DEFINITIONS

Unless the context otherwise requires, the following expressions contained in this annual report shall have the meanings as follows:

Definitions of commonly used terms

The Company	refers to	Jiangsu Expressway Company Limited
The Group	refers to	the Company and its subsidiaries
Controlling Shareholder, Jiangsu Communications Holding	refers to	Jiangsu Communications Holding Company Limited
China Merchants Expressway	refers to	China Merchants Expressway Network & Technology Holding Co., Ltd.
Ninghu International Company	refers to	Jiangsu Expressway International (Hong Kong) Company Limited
Yangtze River Management Company	refers to	Jiangsu Yangtze River Expressway Management Co., Ltd
Ninghu Investment Company	refers to	Jiangsu Ninghu Investment Development Co., Ltd.
Factoring Company	refers to	Jiangsu Communications Holding Commercial Factoring (Guangzhou) Co., Ltd. (formerly known as Jiangsu Commercial Factoring (Guangzhou) Co., Ltd.)
Ninghu Properties Company	refers to	Jiangsu Ninghu Properties Co., Ltd.
Ninghu Properties Kunshan Company	refers to	Hotel management branch of Ninghu Properties. (Kunshan) Co., Ltd.
Hanwei Company	refers to	Nanjing Hanwei Property Development Company Limited
Yangtze Commerce and Energy Company	refers to	Jiangsu Yangtze Commerce and Energy Co., Ltd.
Guangjing Xicheng Company	refers to	Jiangsu Guangjing Xicheng Expressway Company Limited
YS Energy Company	refers to	Jiangsu Yunshan Green Energy Investment Holding Company Limited
YS Capital	refers to	Jiangsu YS Capital Management Co., LTD.
Nantong Tiandian Company	refers to	Nantong Tiandian Xinxing Energy Co., Ltd.
Su Jiaokong Clean Energy Jiangsu Company	refers to	Jiangsu Communications Holding Renewable Energy Jiangsu Co., LTD.
Rudong Company	refers to	Jiangsu Traffic Control Rudong Offshore Wind Power Co., Ltd.
Zhendan Company	refers to	Jiangsu Zhendan Expressway Company Limited
Wufengshan Toll Bridge Company	refers to	Jiangsu Wufengshan Toll Bridge Company Limited
Longtan Bridge Company	refers to	Jiangsu Longtan Bridge Co., Ltd.
Yuexin Company	refers to	Jiangsu Yuexin Ninghu Gas Co., Ltd. (previously known as Jiangsu Xiexin Ninghu Gas Co., Ltd.)
Kuailu Company	refers to	Jiangsu Kuailu Motor Transport Co., Ltd.
Suzhou Expressway Company	refers to	Suzhou Expressway Management Company Limited

DEFINITIONS

Yangtze Bridge Company	refers to	Jiangsu Yangtze Bridge Co., Ltd.
Hutong Bridge Company	refers to	Jiangsu Hutong Bridge Co., Ltd.
Finance Company	refers to	Jiangsu Communications Holding Group Finance Co., Ltd.
Media Company	refers to	Jiangsu Communications & Culture Media Company Limited
Digital Transportation Research Institute	refers to	Jiangsu Communications Holding Digital Transportation Research Institute Co., Ltd.
Xiandai R&B Company	refers to	Jiangsu Xiandai Road & Bridge Company Limited
Network Operation Company	refers to	Jiangsu Expressway Network Operation and Management Co., Ltd.
Bank of Jiangsu	refers to	Bank of Jiangsu Co., Ltd.
Zijin Trust Company	refers to	Zijin Trust Co., Ltd.
Yichang Company	refers to	Jiangsu Yichang Expressway Co., Ltd.
Changyi Company	refers to	Jiangsu Changyi Expressway Co., Ltd.
Suxichang South Expressway Company	refers to	Jiangsu Suxichang South Expressway Co., Ltd.
Nanlin Hotel Company	refers to	Suzhou Jinling Nanlin Hotel Co., Ltd.
Yanjiang Company	refers to	Jiangsu Yanjiang Expressway Co., Ltd.
Jiangsu Leasing Company	refers to	Jiangsu Financial Leasing Co., Ltd.
Railway Group Company	refers to	Jiangsu Railway Group Co., Ltd.
Tongxingbao Company	refers to	Jiangsu Tongxingbao Intelligent Transportation Technology Co., Ltd.
Jinghu Company	refers to	Jiangsu Jinghu Expressway Co., Ltd.
Expressway Energy Company	refers to	Jiangsu Expressway Energy Development Co., Ltd. (previously known as Jiangsu Expressway Petroleum Development Co., Ltd.)
Taixing Oil Products Company	refers to	Taixing Hechang Oil Products Trading Co., Ltd.
Information Company	refers to	Jiangsu Expressway Information Engineering Co., Ltd.
Maintenance Technology Company	refers to	Jiangsu Expressway Engineering Maintenance Technology Co., Ltd.
Engineering Maintenance Company	refers to	Jiangsu Expressway Engineering Maintenance Co., Ltd.
Talent Development Group	refers to	Jiangsu Jiaokong Talent Development Group Co., Ltd. (previously known as Jiangsu Communications Holding Training Co., Ltd., Jiangsu Communications Holding Human Resources Development Co., Ltd.)
East Road & Bridge Company	refers to	Jiangsu East Road & Bridge Construction Maintenance Co., Ltd.

DEFINITIONS

Communications Holding Commercial Operation Company	refers to	Jiangsu Communications Holding Commercial Operation Management Co., Ltd.
Asset Management Company	refers to	Jiangsu Communications Holding Asset Management Co., Ltd.
Xitai Company	refers to	Jiangsu Xitai Tunnel Company Limited
Cuipingshan Hotel	refers to	Jiangsu Cuipingshan Hotel Management Co., Ltd.
Luode Fund Company	refers to	Jiangsu Luode Equity Investment Fund Management Co., Ltd.
Zhongbei Zhiyuan Fund	refers to	Nanjing Luode Zhongbei Zhiyuan Equity Investment Partnership (Limited Partnership)
Luode Huizhi Fund	refers to	Nanjing Luode Huizhi Equity Investment Partnership (Limited Partnership)
Ninghang Company	refers to	Jiangsu Ninghang Expressway Co., Ltd.
Ninghang Cultural Tourism Company	refers to	Jiangsu Ninghang Cultural Tourism Development Co., Ltd.
Husuzhe Company	refers to	Jiangsu Husuzhe Expressway Co., Ltd.
Huatong Engineering Company	refers to	Jiangsu Huatong Engineering Technology Co., Ltd. (formerly known as Jiangsu Huatong Engineering Testing Co., Ltd.)
Sutong Bridge Company	refers to	Jiangsu Sutong Bridge Co., Ltd.
Xiandai Testing Company	refers to	Jiangsu Xiandai Engineering Testing Co., Ltd.
Micro Video Company	refers to	Nanjing Micro Video Technology Company Limited
Runyang Bridge Company	refers to	Jiangsu Runyang Bridge Development Co., Ltd.
Lianxu Expressway Company	refers to	Jiangsu Lianxu Expressway Co., Ltd.
JSE New Material Company	refers to	Jiangsu Expressway New Material Technology Co., Ltd.
Hetai Expressway Company	refers to	Jiangsu Hetai Expressway Operating and Management Co., Ltd.
China Merchants Communications Technology Research	refers to	China Merchants Chongqing Communications Technology Research & Design Institute Co., Ltd.
Eastern Expressway Company	refers to	Jiangsu Eastern Expressway Management Co., Ltd.
Zhangjinggao Company	refers to	Jiangsu Zhangjinggao Bridge Limited
Jianxing Company	refers to	Jiangsu Jianxing Expressway Co., Ltd.
Huahui Engineering Company	refers to	Jiangsu Huahui Engineering Technology Co., Ltd.
Yuanchuang Company	refers to	Jiangsu Yuanchuang Transportation Technology Co., Ltd.

DEFINITIONS

Zhenyang Transportation Technology Company	refers to	Jiangsu Zhenyang Transportation Technology Co., Ltd.
Aviation Industry Group	refers to	Jiangsu Aviation Industry Group Co., Ltd.
Modern Shuning Company	refers to	Jiangsu Modern Shuning Engineering Construction Co., Ltd.
CDB Kai Yuan Phase II Fund	refers to	Suzhou Industrial Park CDB Kai Yuan Investment Center Phase II (Limited Partnership)
Shanghai-Nanjing Expressway	refers to	Jiangsu Section of Shanghai-Nanjing Expressway
Guangjing Expressway	refers to	Northern connection of Guangling-Jingjiang Section, Jiangyin Yangtze Bridge
Xicheng Expressway	refers to	Southern connection of Jiangyin-Wuxi Section, Jiangyin Yangtze Bridge
Jiangyin Bridge	refers to	Jiangyin Yangtze Bridge
Sujiahang Expressway	refers to	Jiangsu Section of Suzhou-Jiaxing Expressway and Suzhou-Hangzhou Expressway
Yanjiang Expressway	refers to	Changzhou-Taicang Expressway
Changjia Expressway	refers to	Kunshan-Wujiang Section of Changshu-Jiaxing Expressway
Zhendan Expressway	refers to	Zhenjiang-Danyang Expressway
Ningchang Expressway	refers to	Lishui Guizhuang Hub-Changzhou South Interchange Expressway
Zhenli Expressway	refers to	Dantu Hub-Liyang Qianma Hub Expressway
Xiyi Expressway	refers to	Wuxi North Hub-Yixing Xiwu Hub Expressway
Wuxi Huantaihu	refers to	Wuxi Shuofang Hub-Wuxi Nanquan Interchange Expressway
Wufengshan Toll Bridge	refers to	Wufengshan Toll Bridge and North-South Connection Project
Changyi Expressway	refers to	Changzhou-Yixing Expressway
Yichang Expressway	refers to	Jiangsu Section of Yixing-Changxing Expressway
Suxichang Expressway	refers to	Changzhou Qianhuang Hub – Wuxi Nanquan Hub
Ningyang Yangtze River Bridge (Formerly Longtan Bridge)	refers to	The starting point is located at the Jiangbei Yangtze River embankment in Yizheng, and ends at the S338 Provincial Highway after crossing the Yangtze River on the east side of the Chuhe River estuary
North Connection Project of Ningyang Yangtze River Bridge (Formerly North Connection Project of Longtan Bridge)	refers to	Yizheng-Lukou Airport Highway and Shanghai-Xi'an Highway-Yangtze River North
Ningyang Yangtze River Bridge South Connection Project	refers to	Nanjing Urban Circle Ring Expressway (Provincial Highway S338 to Shanghai-Chengdu Expressway)

DEFINITIONS

Embankment Project Expansion Project of South Section of Xiyi Expressway	refers to	Wuxi-Yixing Highway and Xueyan Hub-Xiwu Hub Expansion Project
Reconstruction and Expansion Project of Guangjing North Section	refers to	Guangling Hub-Jingjiang Hub Section Expansion Project of G2 Beijing-Shanghai Expressway
Xitai Project	refers to	Wuxi-Taicang Expressway Wuxi-Suzhou Section
Xitai Company	refers to	Jiangsu Xitai Expressway Co., Ltd.
Danyang-Jintan Project	refers to	S53 Funing-Liyang Expressway Danyang-Jintan Section
Danjin Company	refers to	Jiangsu Danjin Expressway Co., Ltd.
Ningjingyan Company	refers to	Jiangsu Ningjingyan Expressway Co., Ltd.
China Chengxin Green Finance (CCXGF)	refers to	China Chengxin Green Finance Technology (Beijing) Co., Ltd.
Reporting Period	refers to	From 1 January 2025 to 31 December 2025
Year-on-year	refers to	as compared with the same period of 2024
CSRC	refers to	China Securities Regulatory Commission
SFC	refers to	Securities and Futures Commission of Hong Kong
SSE	refers to	Shanghai Stock Exchange
Stock Exchange	refers to	The Stock Exchange of Hong Kong Limited
A Shares	refers to	RMB-denominated ordinary shares(s) issued by the Company and listed on the SSE
H Shares	refers to	overseas-listed foreign shares(s) issued by the Company and listed on the Stock Exchange
ADR	refers to	Level 1 depositary receipts of the Company listed and traded in the over-the-counter market in the United States
Listing Rules	refers to	Listing Rules of the SSE and/or Hong Kong Listing Rules
Listing Rules of SSE	refers to	Rules Governing the Listing of Stocks on Shanghai Stock Exchange
Hong Kong Listing Rules	refers to	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
PRC Accounting Standards	refers to	Accounting Standards for Business Enterprises and Relevant Provisions promulgated by the Ministry of Finance of the People's Republic of China
KPMG or Auditors	refers to	KPMG Huazhen LLP
Corporate Governance Code	refers to	The Corporate Governance Code (《企業管治守則》) set out in Appendix C1 to the Hong Kong Listing Rules

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

I CORPORATE INFORMATION

Name of the Company in Chinese	江蘇寧滬高速公路股份有限公司
Abbreviation of Chinese Name	寧滬高速
Name of the Company in English	Jiangsu Expressway Company Limited
Abbreviation of English Name	Jiangsu Expressway
Legal Representative of the Company	WANG Feng

II CONTACT PERSONS AND CONTACT METHODS

	Secretary to the board of directors, joint company secretary	Joint company secretary	Representative of security affairs
Name	CHEN Jinjia	Cheung Bo Chun Janet	Tu Jun
Address	6 Xianlin Avenue, Nanjing, Jiangsu Province, the PRC		6 Xianlin Avenue, Nanjing, Jiangsu Province, the PRC
Telephone	8625-84362700-301838		8625-84362700-301835
Fax	8625-84207788		8625-84466643
Email	jsnh@jsexpwy.com		tujun@jsexpwy.com

III BASIC INFORMATION

Registered Address	6 Xianlin Avenue, Nanjing, Jiangsu Province, the PRC
Changes of the Company's Registered Address	–
Business address of the Company	6 Xianlin Avenue, Nanjing, Jiangsu Province, the PRC
Postal code of the Company's business address	210049
Website of the Company	http://www.jsexpressway.com
Email	jsnh@jsexpwy.com

IV PLACES FOR DISCLOSURE AND INSPECTION OF INFORMATION

Media name and website for Annual Report Disclosure	China Securities Journal (《中國證券報》) Securities Times (《證券時報》) Shanghai Securities News (《上海證券報》)
Websites of the Stock Exchange for Annual Report Disclosure	www.sse.com.cn ; www.hkexnews.hk
Annual Reports Available at	Shanghai Stock Exchange, No. 388 South Yanggao Road, Pudong New Area, Shanghai; Hong Kong Registrars Limited, Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; Hong Kong registered address of the Company, 17/F, One Island East, Taikoo Place, No. 18 Westlands Road, Quarry Bay, Hong Kong; Headquarters of the Company, 6 Xianlin Avenue, Nanjing, Jiangsu Province, the PRC.

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

V CLASS OF INFORMATION ON THE COMPANY'S SHARES

Shares	Class of Information on the Company's Shares			
	Listing stock exchange/ location	Stock abbreviation	Stock code	Previous stock abbreviation
A Shares	SSE	Jiangsu Expressway	600377	—
H Shares	Stock Exchange	Jiangsu Expressway	00177	—
ADR	United States	JEXYY	477373104	—

VI OTHER RELEVANT INFORMATION

Accounting firm engaged by the Company (Domestic)	Name	KPMG Huazhen LLP , a Public Interest Entity Auditor recognised in accordance with the Accounting and Financial Reporting Council Ordinance 《會計及財務匯報局條例》
	Business address	8/F, Tower E2, Oriental Plaza, 1 East Chang'an Avenue, Dongcheng District, Beijing
Accounting firm engaged by the Company (Foreign)	Name of signing accountants	Huang Xiaodong, Cao Yang
	Name	—
Sponsors who performed continuous supervision duties during the Reporting Period	Business address	—
	Name of signing accountants	—
	Name	—
	Business address	—
Financial counselor conducting	Name of signing sponsors	—
	Duration of the continuous supervision	—
	Name	—
	Business address	—
	Name of signing financial adviser	—
	Duration of the continuous supervision	—



COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

VII KEY ACCOUNTING DATA AND FINANCIAL INDICATORS FOR LAST FIVE YEARS

(I) Key accounting data

Unit: Yuan Currency: RMB

Key accounting data	2025	2024	Increase/decrease of the period as compared to the same period of the previous year (%)	2023	2022	2021 After restatement
Revenue from operations	20,289,199,757.75	23,198,204,414.58	-12.54	15,192,010,226.04	13,255,603,107.72	14,260,532,858.18
Total profit	6,105,571,737.51	6,316,825,372.45	-3.34	5,672,274,613.78	4,581,022,574.40	5,566,399,422.24
Net profit attributable to shareholders of the listed company	4,593,870,605.31	4,946,691,605.41	-7.13	4,413,271,587.29	3,724,115,165.87	4,280,010,033.09
Net profit attributable to shareholders of the listed company, net of non-recurring profit and loss	4,468,238,805.23	4,880,452,360.42	-8.45	4,174,743,637.63	3,423,828,879.88	3,763,332,484.59
Net cash inflow from operating activities	6,761,638,748.35	6,316,202,433.54	7.05	7,392,424,081.75	5,527,921,046.44	5,702,769,303.25
	End of 2025	End of 2024	Increase/decrease of the period as compared to the same period of the previous year (%)	End of 2023	End of 2022	End of 2021 After restatement
Net assets attributable to shareholders of the listed company	41,442,631,833.72	38,596,795,651.66	7.37	33,987,287,307.06	31,940,807,710.11	32,042,387,869.42
Total Assets	96,388,991,421.56	89,886,075,247.13	7.23	78,661,443,944.36	78,458,345,074.07	74,246,831,643.32

Explanation for retrospective adjustments or restatements:

Pursuant to the resolution passed at the 2021 annual general meeting, the Company acquired a 100% equity interest in YS Energy Company for a consideration of RMB2,457,000,000. As both the Company and YS Energy Company were under the control of Jiangsu Communications Holding Co., Ltd. before and after the Company's acquisition of 100% equity interest in YS Energy Company, and such control was not temporary, the Company consolidated YS Energy Company in accordance with the China Accounting Standards and made corresponding retrospective adjustments to the comparative figures in the previous period.

Meanwhile, the Group implemented the "Interpretation No. 15 of Accounting Standards for Business Enterprises" (Cai Kuai [2021] No. 35) issued by the Ministry of Finance during 2022, which became effective from 1 January 2022. The Company made retrospective adjustments in accordance with this interpretation for trial-run sales that occurred between 1 January 2021 and the date of initial application.

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

(II) Principal Financial Indicators

Principal financial indicators	2025	2024	Increase/decrease of the period as compared to the same period of the previous year (%)	2023	2022	2021 after restatement
Primary earnings per share (RMB/share)	0.9119	0.9819	-7.13	0.8760	0.7392	0.8496
Diluted earnings per share (RMB/share)	0.9119	0.9819	-7.13	0.8760	0.7392	0.8496
Basic earnings per share, net of non-recurring profit or loss (RMB/share)	0.8870	0.9688	-8.45	0.8287	0.6796	0.7470
Weighted average return rate on net assets (%)	11.48	13.63	Decrease by 2.15 percentage points	13.39	11.23	13.90
Weighted average return rate on net assets, net of non-recurring profit or loss (%)	11.17	13.45	Decrease by 2.28 percentage points	12.67	10.33	12.22

Description of the Company's principal accounting data and financial indicators for the previous three years at the end of the Reporting Period

☒ Applicable ☐ Not applicable

During the Reporting Period, the Company achieved operating revenue of approximately RMB20.289 billion, representing a year-on-year decrease of approximately 12.54% and an increase of approximately 33.55% compared to 2023. Excluding the impact of construction revenue, the Company recorded operating revenue of approximately RMB12.134 billion, representing a year-on-year decrease of approximately 1.61% and a decrease of approximately 4.43% compared to 2023. This was primarily attributable to a decline in revenue from petroleum product sales and real estate business, influenced by factors such as fluctuations in crude oil prices and the scale of real estate project deliveries. During the Reporting Period, the Company recorded toll revenue of approximately RMB9.555 billion, representing a year-on-year increase of approximately 0.29% and an increase of approximately 0.47% compared to 2023.

During the Reporting Period, the Company's gross operating margin (excluding construction revenue and costs) increased by 0.84 percentage points year-on-year and by 6.09 percentage points compared with the end of 2023. This was affected by factors such as the change in the dividend cycle of Bank of Jiangsu (dividends recognised in 2025 were RMB168 million; dividends recognised in 2024 were approximately RMB608 million; dividends recognised in 2023 were approximately RMB384 million; and the average dividends recognised in the past three years were approximately RMB386 million), the total profit for the Reporting Period decreased by approximately 3.34% year-on-year but increased by approximately 7.64% compared with the end of 2023. After excluding the impact of dividends from Bank of Jiangsu, the net profit attributable to shareholders of the listed company of the Company was approximately RMB4.426 billion, representing a year-on-year increase of approximately 2.00% and an increase of approximately 9.85% compared with 2023.

During the Reporting Period, benefiting from the growth in toll revenue and various cost reduction and efficiency enhancement measures implemented by the Company, overall costs and expenses decreased year-on-year. The gross operating profit for the Reporting Period increased compared to the same period last year. Net cash flow from operating activities increased by approximately 7.05% compared to the same period last year but decreased by approximately 8.53% compared to the end of 2023, primarily due to increased tax payments compared to 2023 and a reduction in factoring business following the transfer of equity in the factoring company.

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

VIII DIFFERENCES IN ACCOUNTING DATA UNDER DOMESTIC AND FOREIGN ACCOUNTING STANDARDS

- (I) Differences in net profit and net assets attributable to shareholders of the listed company as shown in the financial reports disclosed in accordance with the International Accounting Standards and the PRC Accounting Standards

☐ Applicable ☒ Not Applicable

- (II) Differences in net profit and net assets attributable to shareholders of the listed company as shown in the financial reports disclosed in accordance with the Foreign Accounting Standards and the PRC Accounting Standards

☐ Applicable ☒ Not Applicable

- (III) Explanation on the differences between domestic and foreign accounting standards:

☐ Applicable ☒ Not Applicable

IX PRINCIPAL FINANCIAL DATA FOR 2025 BY QUARTERS

Unit: Yuan Currency: RMB

	Q1 (January – March)	Q2 (April – June)	Q3 (July – September)	Q4 (October – December)
Revenue from operations	4,781,525,555.03	4,624,196,624.52	3,575,657,129.91	7,307,820,448.29
Net profit attributable to shareholders of the listed company	1,210,866,236.48	1,213,014,199.28	1,413,223,523.69	756,766,645.86
Net profit attributable to shareholders of the listed company, net of non-recurring profit or loss	1,194,521,061.85	1,212,061,965.47	1,340,997,154.93	720,658,622.98
Net cash inflow from operating activities	1,713,194,681.50	1,564,115,314.41	2,155,724,133.15	1,328,604,619.29

Note: The primary factor leading to the quarterly fluctuations in operating revenue is construction revenue. During the Reporting Period, construction revenue was RMB1,797,290,374.93, RMB1,725,758,730.06, RMB342,649,680.55 and RMB4,289,898,100.34 in the first, second, third and fourth quarter, respectively.

Reason for the difference between quarterly data and regularly reported data disclosed

☐ Applicable ☒ Not Applicable

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

X ITEMS AND AMOUNTS OF NON-RECURRING PROFIT/LOSS

☒ Applicable ☐ Not applicable

Unit: Yuan Currency: RMB

Items of non-recurring profit or loss	Amount of 2025	Note (if applicable)	Amount of 2024	Amount of 2023
Gain or loss from disposal of non-current assets, including the write-off of asset impairment provisions that have been made	-361,294.49	Note 1	11,543,178.34	13,901,642.18
Government grants accounted in profit or loss of the period excluding those that are closely related to the ordinary operations of the Company and grants in compliance with national policies and regulations or subject to fixed amounts or fixed quantity under certain standards	53,748,724.44	Note 2	3,119,999.74	18,423,300.33
In addition to the effective hedging business related to the company's normal operating business, non-financial enterprises include gains and losses from changes in fair value arising from the holding of financial assets and financial liabilities and gains and losses from the disposal of financial assets and financial liabilities.	73,150,531.20	This was mainly due to the recognition of gains from fair value changes of approximately RMB41,621,000 from other non-current financial assets such as the Suzhou Industrial Park CDB Kai Yuan Investment Center Phase II (Limited Partnership) held by subsidiaries during the Reporting Period, dividends from the Dividends from CDB Kai Yuan Phase II Fund of approximately RMB62,793,000, and gains from short-term bank wealth management products of approximately RMB51,978,000 (Note 3)	10,625,354.14	237,288,430.54
Custodian fees earned from entrusted operation	64,896,328.45		69,455,673.77	
Other non-operating income and expenses other than the aforesaid items	-34,368,401.99	Note 4	-23,373,453.86	-25,504,963.91
Other profit and loss items in line with the definition of non-recurring gains and losses				
Less: Effects of income tax	22,304,064.73		-204,099.99	57,631,222.37
Effects attributable to minority interests (after tax)	9,130,022.80		8,706,386.87	17,404,910.88
Total	125,631,800.08		66,239,244.99	238,527,949.66

Note 1: For the same period last year, it was mainly due to the asset disposal gain of approximately RMB54,952,000 recognized from the cessation of toll collection on the Luma First Class Highway and the asset loss of approximately RMB43,866,000 from the expansion of the Xiyi Expressway.

Note 2: Mainly due to the receipt of government subsidies of RMB52,000,000 for the reconstruction and expansion of the Xiyi Expressway during the Reporting Period.

Note 3: Gains on fair value changes were recognised on other non-current financial assets held by subsidiaries of approximately RMB41,621,000 during the Reporting Period, of which approximately RMB59,432,000 for CDB Kai Yuan Phase II Fund, RMB872,000 for Zhongbei Zhiyuan Fund, RMB1,036,000 for Luode Huizhi Fund, approximately RMB17,647,000 for Fuanda Advantageous Growth Fund.

Note 4: Mainly due to road property damage repair expenses incurred during the Reporting Period.

Reasons for the case that the Company defined non-recurring profit and loss items in accordance with the Explanatory Notice of Information Disclosure by Companies Offering Securities to the Public No. 1 – Non-Recurring Profit and Loss Items (《公開發行證券的公司信息披露解釋性公告第1號 – 非經常性損益》) and the case that the Company defined the non-recurring profit and loss items listed in the Explanatory Notice of Information Disclosure by Companies Offering Securities to the Public No. 1 – Non-recurring Profit and Loss Items as recurring profit and loss items shall be specified.

☐ Applicable ☒ Not Applicable

COMPANY INFORMATION AND PRINCIPAL FINANCIAL INDICATORS

XI NET PROFIT AFTER DEDUCTING THE EFFECT OF SHARE-BASED PAYMENTS FOR COMPANY WITH EQUITY INCENTIVES OR EMPLOYEE SHARE OWNERSHIP PLANS ARE SELECTABLE TO BE DISCLOSED

☐ Applicable ☒ Not Applicable

XII ITEMS MEASURED AT FAIR VALUE

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Item	Opening balance	Closing balance	Changes during the Reporting Period	Effect on profit for the Reporting Period
Fund investment – Fuanda Advantageous Growth Wealth Management Product	27,866,327.92	45,513,269.04	17,646,941.12	17,646,941.12
Other non-current financial assets (CDB Kai Yuan Phase II)	3,094,000,000.00	1,795,000,000.00	-1,299,000,000.00	51,294,793.12
Other non-current financial assets (Zhongbei Zhiyuan Fund)	1,396,709,162.25	1,248,805,344.91	-147,903,817.34	3,361,649.90
Other non-current financial assets (Luode Huizhi Fund)	244,985,649.91	234,029,129.70	-10,956,520.21	-872,018.90
Other equity Instruments (Bank of Jiangsu)	377,921,829.33	354,007,365.56	-23,914,463.77	1,035,536.23
Other equity Instruments (Jiangsu Leasing Company)	7,687,791,256.00	8,141,856,320.00	454,065,064.00	167,847,499.52
Other (stock investment)	2,380,484,299.50	2,790,912,627.00	410,428,327.50	182,412,590.00
Total	30,267.55	355,795.90	325,528.35	683,629.73
	15,209,788,792.46	14,610,479,852.11	-599,308,940.35	423,410,620.72

XIII OTHERS

☐ Applicable ☒ Not Applicable



REPORT OF THE BOARD



WANG Feng
Chairman

I BUSINESS OF THE COMPANY DURING THE REPORTING PERIOD

(I) Company status

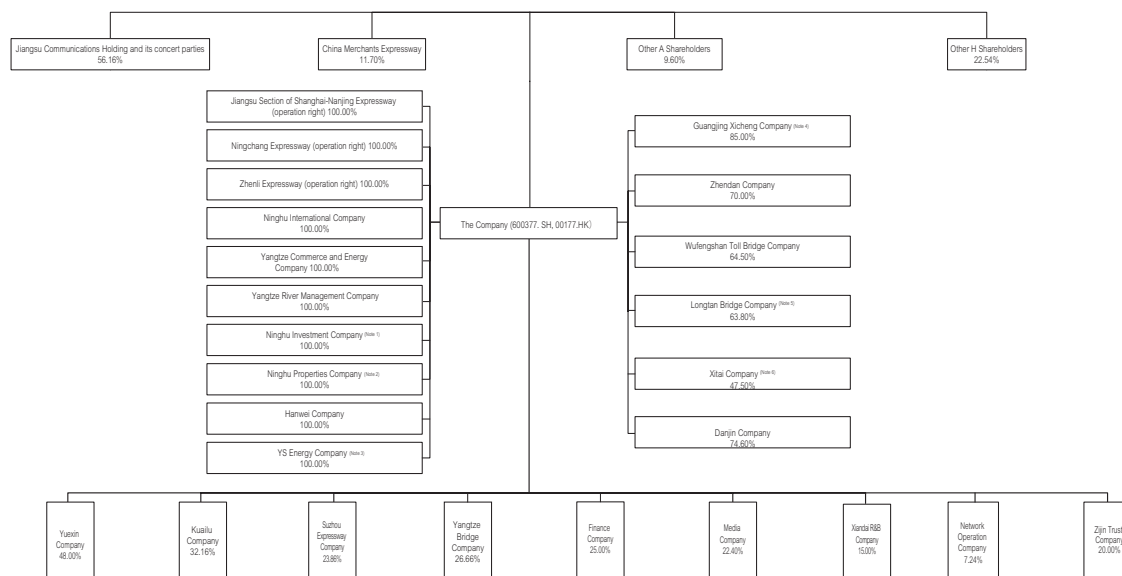
The Company was incorporated in Jiangsu Province of the People's Republic of China on 1 August 1992 and is the only listed road and bridge investment and operation company in Jiangsu Province. On 27 June 1997, 1,222 million H shares issued by the Company were listed on the HKEX. On 16 January 2001, 150 million A shares issued by the Company were listed on the SSE. On 23 December 2002, the Group established a Level 1 American Depositary Receipt (ADR) program for trading in the US over-the-counter market. As at the end of the Reporting Period, the Company had a total share capital of 5,037,747,500 shares with a par value of RMB1 per share.

The Company is principally engaged in the investment, construction, operation and management of toll roads and bridges in Jiangsu Province and the development of service areas along expressways. In addition to the Jiangsu section of the Shanghai-Nanjing Expressway, the Company has full or partial interests in toll roads and bridges in Jiangsu Province, including the Ningchang Expressway, Zhenli Expressway, Guangjing Expressway, Xicheng Expressway, Xiyi Expressway, Zhendan Expressway, Changyi Expressway, Yichang Expressway and Wufengshan Toll Bridge, Ningyang Yangtze River Bridge, Yanjiang Expressway, Jiangyin Bridge, Sujiahang Expressway and Changjia Expressway. As at the end of the Reporting Period, the Company controlled 12 road and bridge projects currently in operation, and 3 newly constructed road and bridge projects, and invested directly into 4 other road and bridge projects, with a total length of approximately 1,000 kilometres.

The Company's operating areas are located in the Yangtze River Delta, which is the most economically vibrant region in the PRC. The road and bridge projects owned or invested by the Company involve the roads and bridges serving as the major transport corridors linking roads stretching east-to-west and south-to-north across the Jiangsu Province. The Jiangsu Section of Shanghai-Nanjing Expressway, being the Company's core assets, links six large and medium cities namely Shanghai, Suzhou, Wuxi, Changzhou, Zhenjiang and Nanjing, and is one of the busiest expressways in the PRC.

In addition, the Company is also actively exploring and developing its transportation+, and clean energy business, in order to further expand its profitability and achieve sustainable development for the Company. As at the end of the Reporting Period, the Company directly owns seven wholly-owned subsidiaries, six non wholly-owned subsidiaries and nine associates and joint ventures, indirectly owned eight wholly-owned subsidiaries, nine non wholly-owned subsidiaries and eight associates and joint ventures, with total assets of approximately RMB96.389 billion and net assets attributable to shareholders of the listed company amounting to RMB41.443 billion.

Subsidiaries directly controlled or invested by the Company are as follows:



REPORT OF THE BOARD

- Note 1:* Jiangsu Ninghu Investment Company, a subsidiary of the Company, owns 100% equity of Kunshan Fengyuan Real Estate Development Co., Ltd., 39.00% equity of Luode Fund Company, 41.60% equity of Luode Huizhi Fund and 39.47% equity of Zhongbei Zhiyuan Fund.
- Note 2:* Ninghu Properties Company, a subsidiary of the Company, holds 100% equity interest in Ninghu Properties (Suzhou) Co., Ltd., 100% equity interest in Ninghu Properties (Suzhou) Co., Ltd. and 100% equity interest in Jiangsu Tongcheng Times Property Management Co., Ltd. In March 2025, Ninghu Property (Suzhou) Co., Ltd. was deregistered.
- Note 3:* YS Energy Company, a wholly-owned subsidiary of the Company, owns 100% equity interest in of Sujiakong Clean Energy Xuzhou Co., Ltd., 100% equity interest in Sujiakong Clean Energy Tongshan Co., Ltd., and 100% equity interest in Sujiakong New Energy Technology Fengxian Co., Ltd., 100% equity interest in Sujiakong Fengxian Agricultural Science and Technology Co., Ltd., 100% equity interest in Jiangsu Communications Holding Renewable Energy Jiangsu Company, 90% equity interest in Liyang Youke Energy Co., Ltd., 80% equity interest in Yancheng Yunshan Photovoltaic Power Generation Co., Ltd., 72% equity interest in the Rudong company, 70% equity interest in Changzhou Jintan Heyi New Energy Technology Co., Ltd., 70% equity interest in Sujiakong Fengxian Renewable Energy Co., Ltd., 65% equity interest in Sujiakong Clean Energy Suqian Co., Ltd., 55% equity interest in Sujiakong Wind Power (Siyang) Co., Ltd., 49% equity interest in Jiangsu Energy Investment New City Photovoltaic Power Generation Co., Ltd., 40% equity interest in Three Gorges New Energy Taizhou Power Generation Co., Ltd., 30% equity interest in Longyuan Donghai Wind Power Generation Co., Ltd., 20% equity interest in Three Gorges Nantong Company, 20% equity interest in Three Gorges Changzhou Xinbei New Energy Co., Ltd. and 30% equity interest in Three Gorges Yunshan Taizhou Hailing Power Generation Co., Ltd.).
- Note 4:* Guangjing Xicheng Company, a subsidiary of the Company, holds 100% equity interest in Wuxi Jingcheng Advertising Company, 60% equity interest in Yichang Company, 60% equity interest in Changyi Company, 25.15% equity interest in Yanjiang Company, 34.91% equity interest in Nanlin Hotel Company, 7.24% equity interest in Network Operation Company, 7.50% equity interest in Xiandai R&B Company and 7.87% equity interest in Jiangsu Leasing Company. In July 2025, Wuxi Jingcheng Advertising Co., Ltd. was deregistered.
- Note 5:* On 10 December 2025, the 17th meeting of the 11th session of the Board of Directors of the Company reviewed and approved the Company's capital increase in Longtan Bridge Company using its own funds or other funds meeting the capital contribution requirements amounting to RMB3,269.64 million. On 10 December 2025, the Company entered into the Capital Increase Agreement with Longtan Bridge Company and its shareholders. Upon completion of this capital increase, the Company's shareholding ratio increased from approximately 57.33% to approximately 63.80%.
- Note 6:* On 23 May 2025, the 12th meeting of the 11th session of the Board of Directors of the Company approved the Company's cash capital injection into its subsidiary Xitai Company, with the injection amount being RMB2,497,047,775. On 29 October 2025, the Company and other investors signed the Supplemental Agreement to the "Agreement on Capital Contribution to Jiangsu Xitai Expressway Co., Ltd.", jointly contributing capital to Xitai Company. The Company's shareholding in Xitai Company decreased from 50% to 47.4998%, and the Company still exercised de facto control over Xitai Company.

(II) Business of the Company During the Reporting Period

As of the end of 2025, the Company reported total assets of approximately RMB96.389 billion, and the net assets attributable to shareholders of the listed company were approximately RMB41.443 billion. During the Reporting Period, the Company achieved annual revenue of approximately RMB20.289 billion, representing a year-on-year decrease of about 12.54%. Excluding the impact of construction revenue, the Company achieved revenue of approximately RMB12.134 billion, a year-on-year decrease of about 1.61%. Affected by factors such as the change in the dividend cycle of Bank of Jiangsu, the Company recorded total profit of approximately RMB6.106 billion, a year-on-year decrease of approximately 3.34%; net profit attributable to shareholders of the listed company was approximately RMB4.594 billion, a year-on-year decrease of approximately 7.13%; basic earnings per share was RMB0.9119; net operating cash flow was approximately RMB6.762 billion; and weighted average return on net assets was 11.48%.

According to the "Notice on Matters Related to Vehicle Rescue Service Charges" jointly issued by the Jiangsu Provincial Development and Reform Commission and the Jiangsu Provincial Department of Transportation, the towing and crane fees for vehicle rescue services on Jiangsu's expressways shall be exempted from 1 September 2025. The rescue vehicles shall be the responsibility of the operating entities of each expressway. To accurately reflect the actual situation of the Company's market-oriented business, effective from the end of the Reporting Period, the "Obstacle Clearance Business" originally under "Ancillary Services" has been adjusted to an independent business segment.

REPORT OF THE BOARD

To more intuitively and clearly present the operating status of the Company's service areas and property companies, and to facilitate investors' reading and understanding, starting from the end of this Reporting Period, non-service area leasing businesses originally under "Ancillary Services" have been consolidated into "Other Businesses"; leasing businesses related to property companies originally under "Other Businesses" have been consolidated into "Property Business".

The aforementioned adjustments only involve the presentation format of business information and do not affect the Company's consolidated financial statements, including revenue, operating costs, and total profit. The comparative figures for the previous year have been retrospectively adjusted in this report.

Main business of roads and bridges. During the Reporting Period, the Group achieved toll revenue of approximately RMB9,555,301,000, representing a year-on-year increase of approximately 0.29%. Toll revenue accounted for approximately 47.10% of the Group's total operating revenue, and accounted for approximately 78.75% after excluding construction revenue. Among them, the average daily toll revenue of Shanghai-Nanjing Expressway was approximately RMB15,082,000, a year-on-year increase of approximately 4.93%.

During the Reporting Period, the operating data of the 12 toll road and bridge projects controlled by the Group and completed and opened to traffic are as below:

Class	Indicator	Reporting Period	The Same Period of the Prior Year	Year-on-year
Weighted average of the Company's controlled road network	Traffic volume of passenger vehicles (vehicle/day)	53,709	56,701	-5.28%
	Traffic volume of trucks vehicles (vehicle/day)	14,274	14,296	-0.15%
	Total traffic volume (vehicle/day)	67,983	70,996	-4.24%
	Average daily toll revenue (RMB'000/day)	26,179	26,031	0.57%
Shanghai-Nanjing Expressway	Traffic volume of passenger vehicles (vehicle/day)	94,218	93,874	0.37%
	Traffic volume of trucks vehicles (vehicle/day)	22,398	20,637	8.53%
	Total traffic volume (vehicle/day)	116,616	114,511	1.84%
	Average daily toll revenue (RMB'000/day)	15,082	14,373	4.93%
Ningchang Expressway	Traffic volume of passenger vehicles (vehicle/day)	35,930	42,925	-16.30%
	Traffic volume of trucks vehicles (vehicle/day)	12,339	14,650	-15.77%
	Total traffic volume (vehicle/day)	48,269	57,575	-16.16%
	Average daily toll revenue (RMB'000/day)	2,430	2,924	-16.89%
Zhenli Expressway	Traffic volume of passenger vehicles (vehicle/day)	12,926	19,118	-32.39%
	Traffic volume of trucks vehicles (vehicle/day)	4,104	7,752	-47.06%
	Total traffic volume (vehicle/day)	17,030	26,870	-36.62%
	Average daily toll revenue (RMB'000/day)	636	1,136	-44.01%
Xicheng Expressway	Traffic volume of passenger vehicles (vehicle/day)	58,208	70,849	-17.84%
	Traffic volume of trucks vehicles (vehicle/day)	16,029	18,022	-11.06%
	Total traffic volume (vehicle/day)	74,236	88,870	-16.47%
	Average daily toll revenue (RMB'000/day)	1,478	1,681	-12.08%

REPORT OF THE BOARD

Class	Indicator	Reporting Period	The Same Period of the Prior Year	Year-on-year
Guangjing Expressway	Traffic volume of passenger vehicles (vehicle/day)	48,266	61,351	-21.33%
	Traffic volume of trucks vehicles (vehicle/day)	13,153	17,999	-26.92%
	Total traffic volume (vehicle/day)	61,419	79,350	-22.60%
	Average daily toll revenue (RMB'000/day)	631	824	-23.42%
Xiyi Expressway	Traffic volume of passenger vehicles (vehicle/day)	18,943	21,926	-13.60%
	Traffic volume of trucks vehicles (vehicle/day)	6,602	6,061	8.93%
	Total traffic volume (vehicle/day)	25,545	27,987	-8.73%
	Average daily toll revenue (RMB'000/day)	935	951	-1.68%
Wuxi Huantaihu	Traffic volume of passenger vehicles (vehicle/day)	33,815	32,763	3.21%
	Traffic volume of trucks vehicles (vehicle/day)	4,778	4,169	14.61%
	Total traffic volume (vehicle/day)	38,593	36,932	4.50%
	Average daily toll revenue (RMB'000/day)	325	317	2.52%
Zhendan Expressway	Traffic volume of passenger vehicles (vehicle/day)	21,094	21,364	-1.26%
	Traffic volume of trucks vehicles (vehicle/day)	3,689	3,441	7.21%
	Total traffic volume (vehicle/day)	24,783	24,805	-0.09%
	Average daily toll revenue (RMB'000/day)	272	268	1.49%
Changyi Expressway	Traffic volume of passenger vehicles (vehicle/day)	25,123	23,060	8.95%
	Traffic volume of trucks vehicles (vehicle/day)	9,647	9,174	5.16%
	Total traffic volume (vehicle/day)	34,770	32,234	7.87%
	Average daily toll revenue (RMB'000/day)	346	342	1.17%
Yichang Expressway	Traffic volume of passenger vehicles (vehicle/day)	15,995	18,048	-11.38%
	Traffic volume of trucks vehicles (vehicle/day)	6,114	5,401	13.20%
	Total traffic volume (vehicle/day)	22,110	23,449	-5.71%
	Average daily toll revenue (RMB'000/day)	332	341	-2.64%
Wufengshan Toll Bridge	Traffic volume of passenger vehicles (vehicle/day)	36,698	31,635	16.00%
	Traffic volume of trucks vehicles (vehicle/day)	16,974	13,064	29.93%
	Total traffic volume (vehicle/day)	53,672	44,699	20.07%
	Average daily toll revenue (RMB'000/day)	3,609	2,872	25.66%
Nanjing-Yangzhou Yangtze River Bridge	Traffic volume of passenger vehicles (vehicle/day)	1,979	—	—
	Traffic volume of trucks vehicles (vehicle/day)	715	—	—
	Total traffic volume (vehicle/day)	2,693	—	—
	Average daily toll revenue (RMB'000/day)	103	—	—

REPORT OF THE BOARD

Note 1: Affected by the expansion works of the Shanghai-Wuhan Expressway (Taicang to Changzhou section) commencing in November 2024, traffic along the Yanjiang Expressway was restricted. During the Reporting Period, toll revenue from the Ningchang Expressway, which connects to the Yanjiang Expressway, decreased year-on-year, while the toll revenue of the Shanghai-Nanjing Expressway (parallel to the Yanjiang Expressway) increased year-on-year.

Note 2: Affected by the full closure for expansion works of the Zhenjiang South to Dantu Junction section of the Yangli Expressway (under the Company's management) commencing in April 2025, the toll revenue of the Zhenli Expressway for the current Reporting Period decreased year-on-year; due to the impact of these works, the toll revenue of the Wufengshan Bridge for the current Reporting Period increased year-on-year. As of the end of the Reporting Period, this construction project had been completed and opened to traffic ahead of the planned schedule.

Note 3: Affected by the half-closure construction for expansion of the section from Xueyan Hub to Xiwu Hub on the Huyi Expressway in March 2024, the toll revenue of the Xiyi Expressway and the Changyi Expressway decreased year-on-year during the Reporting Period. As of the end of the Reporting Period, the construction project has been completed and opened to traffic according to the planned schedule.

Note 4: Affected by the full closure for expansion works of the Guangling Junction to Jingjiang Junction section of the Beijing-Shanghai Expressway commencing in June 2025, the toll revenue of the Guangjing Expressway and the Xicheng Expressway for the current Reporting Period decreased year-on-year.

Note 5: During the Reporting Period, the number of days with toll exemptions for small passenger vehicles during major holidays was 24 days, and the actual number of toll collection days in the current year was 341 days, representing a decrease of 1 day compared with the previous year.

Ancillary services business. During the Reporting Period, the Group's ancillary services business achieved revenue of approximately RMB1,629,182,000, representing a decrease of approximately 4.57% year-on-year. Specifically, oil product sales generated revenue of approximately RMB1,446,027,000, a decrease of approximately 4.89% year-on-year. The total sales volume of oil products during this Reporting Period increased by 2.74% year-on-year, but the gross profit margin for oil product sales decreased by 2.07% year-on-year due to the narrowing of the spread between purchase and sale prices. The Company's self-operated charging piles commenced operation progressively from April 2025, generating revenue of approximately RMB11,724,000 from the charging business. Revenue from other businesses, such as service area leasing, amounted to approximately RMB171,431,000, a decrease of approximately 8.21% year-on-year, primarily due to reduced service area leasing income resulting from the expansion of the northern section of the Guangjing Expressway and the renovation of the Gehu and Meicun service areas.

Clean energy business. During the Reporting Period, affected by factors such as fluctuations in wind resources and industry regulation, Rudong offshore wind power project of YS Energy Company recorded a decrease of on-grid electricity consumption, and the Group's electricity sales revenue reached approximately RMB685,134,000, a year-on-year decrease of approximately 4.81%.

Property business. The Group's property business is primarily operated by its subsidiaries, Ninghu Properties Company and Hanwei Company. During the Reporting Period, the Group's property business revenue was approximately 75,074,000, representing a year-on-year decrease of approximately 55.64%, mainly due to the smaller scale of property projects delivered compared to the same period of the previous year.

Obstacle clearance business. During the Reporting Period, the Group's towing and obstacle clearance business generated revenue of approximately RMB6,444,000, representing a year-on-year decrease of approximately 34.14%. This was mainly attributable to the exemption of towing and crane fees for highway towing and recovery services in Jiangsu Province starting from September 2025.

Other business. During the Reporting Period, other businesses, including entrusted management, advertising operations, and hotel operations, generated revenue of approximately RMB182,468,000, representing a year-on-year decrease of approximately 8.20%.

Explanation of newly added significant non-main business activities during the Reporting Period

☐ Applicable

☒ Not Applicable

REPORT OF THE BOARD

II INDUSTRY OF THE COMPANY DURING THE REPORTING PERIOD

(I) Basic Situation of the Road Transportation Industry

2025 saw the national economy maintained its stable and positive trajectory, with high-quality development advancing further. As a “bellwether” of economic activity, the performance of the transportation industry is highly correlated with GDP growth and total social output value. China’s GDP in 2025 exceeded RMB140 trillion, representing a year-on-year increase of 5%. The steady release of domestic demand and the deeper integration of regional economies provided a solid foundation for road transportation.

Supported by a robust macroeconomic environment, the supply side of expressways has gradually entered the phase of “enhancing quality of existing assets”. At present, the national expressway network, particularly the backbone national corridors, has achieved a high degree of connectivity. Against the backdrop of tightening land resources in core economic zones and increasing environmental protection requirements, the scarcity of high-quality road assets in key regions has been further consolidated.

As the layout of the road network aligns more closely with travel demand, the traffic structure of the industry has demonstrated considerable resilience. Currently, passenger vehicle traffic dominates the road network, with a blend of short-distance trips and long-distance self-driving demand forming a stable foundation for toll revenue. In terms of freight transport, precision logistics, primarily involving high-value-added and time-sensitive goods, has become the norm for operations along core corridors. Furthermore, “digital and intelligent empowerment” and “green and low-carbon initiatives” are emerging as new engines driving the industry’s high-quality transformation and development.

(II) Position of the Company in the industry

In terms of geographical location, the Company is the only listed road and bridge investment and operation company in Jiangsu Province, focusing on the continuous integration of high-quality road and bridge projects in the road network of southern Jiangsu. The roads operated by the Group occupy a dominant position in the expressway network of southern Jiangsu. Jiangsu Province is one of China’s most economically developed provinces, characterised by strong vitality in its non-public sector economy. In 2025, Jiangsu’s regional GDP exceeded RMB14 trillion, representing a year-on-year increase of 5.3%. The increment maintained its position as the highest in the nation. The economic aggregate has consecutively crossed the thresholds of RMB4 trillion over the past five years. As the most economically developed region in Jiangsu Province, the southern Jiangsu area supports sustained growth in traffic demand through its robust industrial synergy and active trade environment.

In terms of market image, the Shanghai Stock Exchange has awarded the Company the highest rating of A for its information disclosure assessment for six consecutive years. In 2025, the Company received multiple prestigious awards, including the “China Listed Companies Investor Relations Shareholder Return Pegasus Award” from Securities Times, the “China Listed Companies Yinghua A-Share Value Demonstration Case” from China Fund News, and the “2025 Annual Shareholder Return Golden Bull Award” from China Securities Journal. Additionally, it was honored with the “China Listed Companies Yinghua H-Share Value Demonstration Case” in the Hong Kong stock market. These accolades reflect recognition from various capital markets for the Company’s intrinsic value and its commitment to standardised operations.

In terms of operating results, the Company’s performance indicators ranked top among listed companies in the same industry. Although the reconstruction and expansion projects have posed certain challenges to operational efficiency and toll revenue in the short term, upon completion, these projects will extend the toll collection period and enhance service quality, reserving broad space and benefits for the Company’s sustainable development. Moreover, the Company has always maintained a high dividends payout ratio since its listing with continuous dividend distributions underscoring its commitment as a listed enterprise to ensure long-term and stable returns for shareholders.

(III) Policies relating to road transportation industry

The Regulations for the Administration of Toll Highways (《收费公路管理条例》), which came into effect on 1 November 2004, has been organised for amendment since 2013 and has been open for public consultation twice in 2013 and 2015. On 20 December 2018, the Ministry of Transport issued the draft amendments on the Regulations for the Administration of Toll Highways. Currently, the time of official promulgation of the revised Regulations for the Administration of Toll Highways has not yet been determined. On 11 May 2024, the General Office of the State Council issued the “2024 Legislative Work Plan of the State Council”, which listed the “Regulations for the Administration of Toll Highways” as one of the administrative regulations to be formulated or revised in 2024. On 12 May 2025, the Ministry of Transport included the “Regulations on the Administration of Toll Highways (Revision)” in its annual legislative work plan as a “legislative project to be completed within the ministry or published within the year”. Currently, the time of official promulgation of the revised Regulations for the Administration of Toll Highways has not yet been determined.

REPORT OF THE BOARD

On 15 February 2020, the Ministry of Transport issued a notice that from 00:00 midnight on 17 February 2020 until the end of the containment measures, toll roads payment nationwide would be waived; on 28 April 2020, the Ministry of Transport issued a notice that the toll roads payment legally approved by the law would be resumed from 00:00 midnight on 6 May 2020. The Ministry of Transport, the National Development and Reform Commission and other eight ministries and commissions issued a notice, which clearly required the provincial governments and relevant operating entities to extend the payment period of toll roads through negotiation, signing of contracts and other means in accordance with relevant regulations, and compensate certain amount during the toll-free period accordingly. Till now, Jiangsu Province has not specified the toll-free compensation policy for expressways under the Group's management.

On 2 June 2021, the Ministry of Transport and other three departments issued the Implementation Plan for Comprehensively Promoting Differentiated Toll Collection on Expressways (《全面推廣高速公路差異化收費實施方案》), proposing to comprehensively promote differentiated toll on expressways. From 00:00 on 1 July 2024 to 24:00 on 30 June 2025, Nanjing City, Jiangsu Province, implemented a pilot program for differentiated toll policies on expressways in Lishui District and Gaochun District. The Dongping Toll Station of G4221 Shanghai-Wuhan Expressway managed by the Group is included in the preferential scope. Vehicles being in compliance with the preferential condition can be charged half of the toll fees, and the toll fees for vehicles that conduct the differentiated preferential policy are paid to the Group by the Transportation Bureau of Lishui District, Nanjing City. In June 2025, the Jiangsu Provincial Department of Transportation issued a letter agreeing to the extension of the differentiated toll policy for certain expressways in Lishui District and Gaochun District of Nanjing Municipality for three years (from 1 July 2025 to 30 June 2028) in accordance with existing policies. In addition, the Taihu Tunnel of the Changzhou-Wuxi section of the Suzhou-Wuxi-Changzhou Southern Expressway, which is managed by the Group under an entrusted management arrangement, implements a differentiated toll policy. The Wuxi Municipal Bureau of Transportation, through a service purchase agreement, provides toll concessions for non-commercial ETC-equipped passenger vehicles registered in Wuxi with a certified seating capacity of nine persons or fewer. In December 2024, the Jiangsu Provincial Department of Transportation issued a letter agreeing to the continuation of the differentiated toll policy for the Taihu Tunnel for three years (from 30 December 2024 to 29 December 2027). The eligible vehicles and concessionary route remain unchanged, while the preferential toll rate is adjusted from RMB15 per trip to RMB10 per trip.

On 16 January 2023, the Jiangsu Provincial People's Government issued General Policy Measures on Promoting the First Overall Improvement in Economic Operation (《關於推動經濟運行率先整體好轉若干政策措施》), giving a 15% discount on ETC tolls for expressway passenger buses with 30 or more passes per month (inclusive) and a 15% discount on tolls for freight vehicles with the Yunzheng Sutong Card. A 50% discount on ETC tolls at all general road toll stations and expressways in the province will be given for international standard container transport vehicles entering and exiting major container ports in the province with an annual throughput of over 2 million TEUs or an annual throughput of 1 million TEUs and a growth rate exceeding the average growth level of the province for three consecutive years (currently the eligible ports are Taicang Port, Lianyungang Port, Nanjing Port and Nantong Port), with the implementation period from 1 April 2023 to 31 December 2027. For container transport vehicles entering and leaving the main loading points and collection points for containers of the China-Europe (Asia) Express in the province, full exemption of vehicle tolls will continue at all ordinary road toll stations and expressways in the province until 31 December 2027.

On 25 July 2024, the Ministry of Transport and the Ministry of Finance officially announced the list in relation to the first batch of demonstration areas for the digital transformation and upgrade regarding road and waterway transportation infrastructure, and Jiangsu Province was as one of the first batch selected among eight demonstration regions. The Jiangsu section of the Shanghai-Nanjing Expressway, Ningchang Expressway and Zhenli Expressway managed by the Group are all within the scope of the demonstration area, and investments in eligible digital transformation construction can be subsidized up to 40%.

On 8 May 2025, the Jiangsu Provincial Department of Transportation, the Jiangsu Provincial Development and Reform Commission, and the Jiangsu Provincial Department of Finance jointly issued the "Notice on Optimising and Improving Preferential Toll Policies for Certain Trucks in Our Province" (《關於優化完善我省部分貨車車輛通行費優惠政策的通知》). It specifies that from 16 May 2025, on sections of the road network operating at Level 2 service level or below, a differentiated toll discount of 15% will be implemented for Class 3-6 trucks equipped with and normally using ETC for payment. For the Taihu Tunnel on the Southern Suzhou-Wuxi-Changzhou Expressway and the Nanjing-Yangzhou Yangtze River Bridge, where tolls are charged per passage, the road section operating entities may, based on the approved toll standard as the upper limit and considering the operational and traffic flow conditions of the sections, independently decide to implement a differentiated toll discount of no less than 15% for all trucks equipped with and normally using ETC for payment. The specific discount rate will be announced to the public by the road section operating entities. The policy implementation period is 2 years. Concurrently, the previous preferential policy of offering a ETC-equipped trucks holding the "Yunzheng Sutong Card" a 15% discount on toll charges has been discontinued. The Group's Zhenjiang-Danyang Expressway and the Huantaihu Expressway offer a ETC-equipped and properly used 3-6-class trucks a 15% discount on tolls. The Nanjing-Yangzhou Yangtze River Bridge offers a ETC-equipped and properly used trucks a 15% discount. The Taihu Tunnel, part of the Changzhou Qianhuang Hub-Wuxi Nanquan Hub managed under the Group's trusteeship, offers a ETC-equipped and properly used trucks a 30% discount on tolls.

REPORT OF THE BOARD

On 14 August 2025, the Jiangsu Provincial Development and Reform Commission and the Jiangsu Provincial Department of Transportation jointly issued the “Notice on Matters Related to Vehicle Rescue Service Charges” (《關於車輛救援服務收費有關事項的通知》), clarifying that from 1 September 2025, the towing and crane fees for vehicle rescue services on Jiangsu’s expressways will be waived. The rescue vehicles will be the responsibility of the respective expressway operators.

In addition, there is a discount on ETC vehicle tolls, toll-free travel for small passenger vehicles on major holidays, toll reduction and exemption for the “green channel” for the transportation of fresh agricultural products, and discounts such as “Preferential Port Container Vehicles” within Jiangsu Province. The preferential policy continues to be implemented.

III DISCUSSION AND ANALYSIS OF THE OPERATIONS

In 2025, the Company, based on consolidating its core advantages in the road and bridge business, driven by deepening digital and intelligent integration and innovation, following the path of accelerating green and low-carbon transformation, and with the goal of cultivating sustainable growth momentum, promoted deep synergy across various business segments, entering a new stage characterised by enhanced capability and superior quality and efficiency.

1. Road and bridge operations

Consolidating the foundation of core business, the Company made steady progress in the construction of major projects. Firstly, the Ningyang Yangtze River Bridge North Connection Project has been successfully opened to traffic. The total estimated investment of the project is approximately RMB6.985 billion, with the Company investing RMB2.095 billion as capital, accounting for 60.00% of the project capital. During the Reporting Period, construction investment amounted to approximately RMB942 million, with a cumulative construction investment of approximately RMB5.045 billion, representing 72.23% of the total project investment. On 1 January 2026, the Ningyang Yangtze River Bridge North Connection Project officially commenced operations. **Secondly, the Wuxi-Yixing Expressway Xueyan Hub-Xiwu Hub section expansion project was successfully completed.** The project has a total estimated investment of approximately RMB7.75491 billion, with the Company’s non wholly owned subsidiary, Guangjing Xicheng Company, contributing approximately RMB3.10196 billion in the entire capital. During the Reporting Period, construction investment amounted to approximately RMB3.676 million, with a cumulative construction investment of approximately RMB5.823 billion, representing 75.09% of the total project investment. On 11 December 2025, the southern section of the Wuxi-Yixing Expressway commenced operations. **Thirdly, Xitai Project was initiated.** The total estimated investment of the project is approximately RMB24.198 billion, with the Company investing RMB5.747 billion as capital, accounting for 47.50% of the project capital. During the Reporting Period, construction investment amounted to approximately RMB1.445 billion, with a cumulative construction investment of approximately RMB7.511 billion, representing 31.04% of the total project investment. The project commenced in November 2024 and is expected to be completed and open to traffic in 2028. **Fourthly, the Danyang-Jintan Project was orderly progressed.** The total estimated investment of the project is approximately RMB14.563 billion, with the Company investing RMB3.908 billion as capital, accounting for 74.60% of the project capital. During the Reporting Period, construction investment amounted to approximately RMB1.585 billion, with a cumulative construction investment of approximately RMB3.289 billion, representing 22.58% of the total project investment. The project commenced in November 2024 and is expected to be completed and open to traffic by the end of 2028. **Fifthly, the Company invested in the Expansion Project of Guangjing North Section.** The project has a total estimated investment of approximately RMB2.905 billion, with the Company’s non wholly owned subsidiary, Guangjing Xicheng Company, contributing approximately RMB1.452 billion in the entire capital. During the Reporting Period, construction investment amounted to approximately RMB422 million, with a cumulative construction investment of approximately RMB745 billion, representing 25.65% of the total project investment. The project’s pilot section commenced construction in September 2024 and is expected to open to traffic by the end of 2028. **Sixth, the Company conducted forward-looking research on the planning for the expansion of the Jiangsu section of the Shanghai-Nanjing (Huning) Expressway.** During the Reporting Period, the Company steadily advanced the optimization study on the expansion plan for the Shanghai-Nanjing Expressway, conducted on-site research in multiple locations, and has substantially completed the investigation and analysis of restrictive factors for the expansion.

REPORT OF THE BOARD

Focusing on intelligent operations, multiple measures are implemented to enhance the efficiency of the road network. The Company leveraged digital and intelligent transformation as a key driver to comprehensively optimise the operational performance of the road network. **Firstly, the self-service transformation of toll lanes was deepened to break through traffic bottlenecks at stations.** During the Reporting Period, 118 additional toll robots were deployed, raising the self-service ratio of mixed lanes to approximately 95%. Building on the pilot of station-level intelligent systems at Nanjing Toll Station, simultaneous increases in peak vehicle throughput and response speed were achieved. **Secondly, the Company optimised intelligent capacity expansion solutions to achieve precise management control and decision-making.** During the Reporting Period, intelligent capacity expansion upgrades were completed on approximately 130 kilometres of key road sections. The algorithms for perception, prediction, and decision-making were upgraded from being experience-driven to data-driven, increasing the effectiveness of control strategies to approximately 92%. The “Research and Demonstration Application of Complete Technology for Smart Capacity Expansion on Jiangsu Expressways”, in which the Company participated in the application, was awarded the Special Prize of the 2025 China Highway and Transportation Society Science and Technology Award. The related technology was selected as a typical experience for the pilot programme of building China into a country with a strong transport network by the Ministry of Transport. **Thirdly, the Company has improved the joint service support system to reduce the duration of special situation handling.** Deepening the “One Road, Three Parties” joint service mechanism, and leveraging 33 unmanned aerial vehicle (UAV) airports to establish a three-dimensional rescue network, further enhancing the proactive detection and safety warning capabilities for various special situations, and creating a “5-minute rescue zone”. During the Reporting Period, a total of 49,800 emergency rescue tasks were handled. The average response time and average handling time for clearance and rescue operations improved by approximately 26.47% and 27.41% year-on-year, respectively. This resulted in approximately 38.90% reduction in congestion points during holidays and approximately 12.10% decrease in the accident rate per million vehicle-kilometres. **Fourth, the Company has innovated travel services and deeply explored the potential of the road network to attract traffic and increase revenue.** During the Reporting Period, the Company actively carried out the “Operation Revitalisation” initiative, adding multi-functional service counters at toll stations and service areas, achieving a service response rate of 100%. For logistics and oversized cargo transport customer groups”, one-to-one” customised solutions were implemented, successfully guiding 15,000 vehicle trips for precise network entry. This not only optimised user experience but also drove an increase in toll revenue for the road network exceeding RMB10 million.

Adhering to lean maintenance and guided by technology, the Company improved the level of road and bridge maintenance. The Company adhered to the principle of optimising the total life-cycle cost, promoting the improvement of quality and efficiency in maintenance management. **First, core technical indicators has been maintained at high levels to consolidate the quality foundation of road assets.** During the Reporting Period, the MQI¹ and PQI² for all Company’s road sections remained consistently above 95. The proportion of Class 1 and Class 2³ bridges was maintained at 100%, tunnel assessment results were all Class 1, and highway technical condition indicators continued to improve. **Second, the Company has implemented the “near-zero impact” maintenance model to reduce interference from lane-occupying works.** Through intensive maintenance and coordinated air-ground patrols, the frequency and duration of lane-occupying works were significantly reduced by 18.85% and 25.06% year-on-year, respectively, minimising the impact of maintenance construction on public travel. **Third, the Company has tackled fundamental safety improvements to enhance the overall safety level of the entire network.** The Company continued to advance the construction of the Shanghai-Nanjing Expressway safety excellence project, achieving an overall reduction of approximately 57% for the number of fatal accidents at accident-prone sections. It was selected as the only representative from the province to be included in the national list of “Excellence Projects for the Refined Enhancement of Highway Safety Facilities and Traffic Order Management”.

¹ MQI: Maintenance Quality Indicator, an indicator used to describe the technical condition of a specific highway section and the required maintenance level. An MQI value of 90–100 is considered excellent, indicating that the pavement is in good condition and does not require major repairs or renovations.

² PQI: Pavement Quality Index, an indicator used to assess the quality of road surfaces, typically employed to evaluate the surface condition of highways. The PQI value is calculated based on factors such as the smoothness of the road surface, longitudinal and transverse slopes, cracks, and damage. A PQI value of 90–100 is considered excellent.

³ According to the Standards for Technical Condition Evaluation of Highway Bridges (公路桥梁技术状况评定标准) (JTGT H21-2011), the overall technical conditions of bridges are divided into five classes: Class 1, Class 2, Class 3, Class 4 and Class 5. Among them, Class 1 indicates the bridge is new and fully functional, while Class 2 shows minor defects that do not affect its function.



REPORT OF THE BOARD

2. Ancillary business

Deeply cultivating characteristic business formats to drive a leap in asset value. During the Reporting Period, guided by the core principles of thematisation and specialisation, the Company promoted the transformation of service areas from traditional rest stops into multi-functional platforms. Through scene creation and functional iteration, the Company facilitated a shift in traffic flow from “momentary passage” to “deep retention”. The Ehu Service Area has completed its thematic renovation under the “Fairy’s Mirror” concept, creating the first “transportation-energy-culture-commerce-tourism” complex along the entire route that integrates transport hub, leisure shopping, and cultural experience. Supporting facilities include 40 RV campsites equipped with smart water and electricity supply, blending diverse scenarios such as self-driving, camping, markets, and street performances. This initiative deeply integrates the advantages of the expressway network with leisure consumption scenarios, driving a year-on-year increase in the entry rate during the Reporting Period by approximately 8.35% and a significant year-on-year rise in revenue by approximately 129.60%. The Maoshan Service Area focused on the “Lake View Ecology” theme, reconstructing a three-dimensional lake view space, which has driven a year-on-year increase in per-vehicle consumption by approximately 33.05%, effectively transforming visual appeal into operational output. In addition, the Company has coordinated the partial refurbishment and dynamic adjustment of business formats at service areas such as Huanglishu, Douzhuang, and Shuijingshan. Through a multi-point upgrade model, it explores effective pathways to enhance the asset value of service areas.

Stabilizing oil business while exploring new sectors to strengthen operational resilience. The Company adhered to a dual-track approach of stabilising the oil business and expanding the potential of charging and battery swap services, continuously enhancing the profitability resilience and service support capabilities of the energy segment. Through the optimisation of procurement systems and the implementation of targeted customer acquisition strategies, the company achieved counter-trend growth in oil product sales, effectively consolidating the fundamental business foundation. Concurrently, the Company accelerated the development of vehicle refuelling and recharging infrastructure. During the Reporting Period, a total of 468 new charging bays were added, bringing the total to 704. The proportion of charging bays to passenger car parking spaces increased to approximately 14.41%, effectively meeting the surging demand for electric power replenishment. The heavy-duty truck battery-swapping project was commissioned and put into operation at the Xianrenshan Service Area, with one battery-swapping station deployed on each side. Each station possesses an energy storage capacity of no less than 1.2MWh, marking a substantive step for the company in the field of diversified energy replenishment.

Building a carbon-neutral benchmark to lead the green transformation. The Company is deeply aligned with the strategic requirements of building a strong transportation nation, striving to establish an industry-leading green and low-carbon operational demonstration benchmark. The Xianrenshan Service Area has successfully established an integrated microgrid architecture featuring “wind power, photovoltaic power, energy storage, charging, and conversion”. The internally integrated 5.6MW distributed wind power generation system and 2.8MW distributed photovoltaic power generation system have all been put into operation, achieving a 100% green electricity self-sufficiency rate. It is projected to reduce carbon emissions by approximately 7,789.6 tonnes annually and has obtained the CQC(China Quality Certification Centre) zero-carbon certification, accomplishing the dual objectives of ecological premium and cost reduction. The project was also selected for the Ministry of Transport’s second batch of typical zero-carbon transport and facility pilots (special pilot projects for building China’s strength in transportation), setting a pioneering example for low-carbon operations within the industry.

3. Clean energy business

The Group’s clean energy business is operated by its subsidiary, YS Energy Company. Amid a complex environment characterised by the deepening implementation of the national “dual carbon” strategy, the comprehensive acceleration of electricity marketisation reforms, and a profound reshaping of the industry’s competitive landscape, YS Energy Company has coordinated and advanced various business operations, achieving further improvements in operational quality and efficiency.

Achieving leapfrog improvement in scale and grade, and setting new highs in operation quality. During the Reporting Period, over 20 transportation-energy integration power stations were completed, with an additional 26 projects filed for record. The total installed capacity of grid-connected projects cumulatively reached 653MW. While expanding in scale, the Company’s refinement and standardisation levels in production and operations also advanced significantly. Annual cumulative power generation reached approximately 1.02 billion kWh. The average availability rates¹ for wind power and photovoltaic stations in Rudong were 97.92% and 99% respectively, reaching high levels. The ratio of power loss due to faults was also significantly reduced. All key operational indicators were continuously optimised and repeatedly set new records, solidifying the energy supply foundation for the diversified, high-quality development of the Company’s roadside economy.

¹ Wind turbine availability is a key metric for measuring the operational reliability of wind turbines, defined as the proportion of time the equipment is in an available state during the statistical period.

Focusing on leadership by demonstration projects, delivering models of transportation-energy integration. YS Energy Company participated in the construction of the Haitai Yangtze River Tunnel, contributing to its achievement as the first "whole-life-cycle" zero-carbon tunnel in China, achieving a new breakthrough in green energy supply for major transportation infrastructure; it also participated in the Jianxing Expressway's full-corridor transport-energy integration project, contributing to achieving 100% self-sufficient green power supply for the entire route, and the project was recognised as a "Case of 2025 National Transport and Energy Integration Innovation". These benchmark projects not only serve as a concentrated showcase of cutting-edge technologies but also represent the systematic export of business models and construction standards, significantly enhancing the industry recognition and influence of the "YS Energy" brand.

Leading the formulation of industry standards and expanding professional influence. During the Reporting Period, the first comprehensive local standard in China, "Design Specification for Photovoltaic Power Generation Engineering of Expressways", which was led by YS Energy Company, was officially released, and the "Construction and Acceptance Specification for Photovoltaic Power Generation Engineering of Expressways" was also approved for establishment. Through the output of standards, the Company continuously transformed its accumulated technical expertise into industry-wide common criteria, persistently expanding its professional influence in the field of low-carbon transportation.

Deepening carbon asset management and efficiently transforming environmental rights into value. During the Reporting Period, the Rudong Offshore Wind Power Project successfully issued 1.08 million tonnes of CCER (China Certified Emission Reductions), achieving new progress in the carbon trading market. Through comprehensive, end-to-end carbon asset management and development, the Company has validated the value-adding potential of clean energy assets under the "dual carbon" framework. While actively fulfilling social responsibilities, the Company further reserved the profit space of the road-derived economy.

IV. ANALYSIS OF CORE COMPETITIVENESS DURING THE REPORTING PERIOD

☒ Applicable ☐ Not applicable

Since its establishment, the Group has been focusing on the transportation infrastructure industry. The roads operated by the Company play a dominant role in the expressway networks in southern Jiangsu. It has accumulated rich experiences in large infrastructure investment, construction, operation and management and built a ambitious and innovative management and staff team. Through the robust investment decision-making, operation management system and risk management system and leveraging on excellent financing platforms, the Group built its distinct competitive edges in operation and development in the future.

Unique geographical advantages. The Group operates in the Yangtze River Delta area, the most economically vibrant region in the PRC. The road and bridge projects owned or invested by the Company are core components of the road transport corridors linking the two important industrial belts along the Yangtze River, Shanghai and Nanjing in the southern part of Jiangsu. With the integrated development of the Yangtze River Delta region, the prosperous economy in the region created a favorable environment for the long-term development of the Group and promoted the sustainable and steady improvement on the Group's economic efficiency.

High-quality road and bridge assets. 19 road and bridge projects are directly operated or invested by the Group. Core road and bridge assets are the main lines in the expressway network in Jiangsu Province and an integral part in the national expressway network. With outstanding quality, road assets achieved coordinated benefits. The quality road network resources lay a solid foundation for the stable growth in the operating results of the Group and provide guarantees to the sustainable and healthy development of the Company.

Leading operation vision. The Group is engaged in road operation and has accumulated rich operation experience. The growth in the operating performance from the Jiangsu Section of Shanghai-Nanjing Expressway is mainly attributable to the growth in traffic volume driven by the development of the regional economy and the improved utilization of expressways, which demonstrated the competitive edge of the Group in roads operation and management. Meanwhile, the Group has strengthened the development results with systems and built a modern corporate operation management and control method. Focusing on building digitalized expressways and intelligent traffic, the Group has taken a leading position in road clearance and rescue in China.

REPORT OF THE BOARD

Professional management team. After years of accumulation and development, the Group has built a professional and experienced operation and management team. On the premise of ensuring the quality and efficiency of the Group's expressway operation services, the Group actively utilises capital operation means to optimise its asset portfolio, carry out quality project acquisitions, effectively reduce operating costs and operational risks, continuously enhance the Group's strategic research and investment development capabilities, ensuring that the Group's overall profitability is at the leading level in the industry.

Comprehensive risk management. The Group proactively adapted to new situation, and implemented risk control arrangement by improving the top-level design. The Group formulated its risk strategy, built a risk control system in coordinated operation with a risk management oriented approach for covering legal and regulation compliance, internal control and risk management, which optimized its management measures, strengthened in-process control and highlighted duty performance management, and effectively consolidated the resources of all relevant parties. It continuously put forward the establishment of risk control system which is compatible with the new development trends, and improved its risk management ability, so as to achieve its long-term goal of steady progress.

Outstanding financing platforms. The Group maintains the listing status on two exchanges (in Hong Kong and Shanghai) and is traded in three cities (Hong Kong, Shanghai and New York) and achieves sound operation and sustainable performance growth with high credit rating, low gearing ratio and strong solvency. The Group achieved outstanding results in investor relations management and owns a stable investors base and an excellent market image in domestic and overseas capital markets thanks to its long-term policies with high proportion of cash dividend. The Group will continue to improve its financing structure and reduce financing costs in the future development through leveraging on the capital market's efficient financing channels.

V PRIMARY OPERATING CONDITIONS DURING THE REPORTING PERIOD

During the Reporting Period, the Group's total operating revenue amounted to approximately RMB20,289,200,000, representing a decrease of approximately 12.54% year-on-year. In accordance with the China Accounting Standards for Business Enterprises, the Group's operating profit was approximately RMB6,139,940,000, a decrease of approximately 3.16% year-on-year. Net profit attributable to equity shareholders of the listed company was approximately RMB4,593,871,000, with basic earnings per share of approximately RMB0.9119, representing a decrease of approximately 7.13% year-on-year.

(I) Analysis of principal businesses

1. Table of Analysis of Changes in the Relevant Items in Income Statement and Cash Flow Statement

Unit: Yuan Currency: RMB

ITEM	Amount in the Reporting Period	Amount in the Same Period of the Previous Year	Changes (%)
Operation income	20,289,199,757.75	23,198,204,414.58	-12.54
Operating costs	14,188,011,306.93	17,101,001,522.62	-17.03
Selling expenses	5,746,711.72	5,943,654.82	-3.31
Administrative expenses	282,051,123.81	298,604,867.79	-5.54
Finance costs	832,187,227.06	956,660,179.31	-13.01
Research and development expenses	91,823.92	0	Not applicable
Net cash flow from operating activities	6,761,638,748.35	6,316,202,433.54	7.05
Net cash flow from investing activities	-5,321,893,803.84	-9,387,552,676.04	-43.31
Net cash flow from financing activities	-1,678,066,461.56	3,081,232,998.28	-154.46
Gains from changes in fair value	-41,621,349.57	-149,698,640.86	-72.20
Investment income	1,254,603,234.17	1,779,966,685.25	-29.52
Gains from asset disposals	-361,294.49	11,543,178.34	-103.13
Credit impairment loss	-32,031,579.17	-10,081,882.11	217.71
Other income	66,899,694.72	15,556,176.23	330.05
Other comprehensive income, net of tax	761,163,516.34	2,027,316,867.19	-62.45

REPORT OF THE BOARD

Explanation of reasons for changes in operating income: This was primarily due to a year-on-year decrease in construction investment in road and bridge projects during the Reporting Period and the corresponding decrease in construction period costs.

Explanation of reasons for changes in operating costs: This was mainly due to the year-on-year decrease in construction investment in road and bridge projects during the Reporting Period and the corresponding decrease in construction period costs.

Explanation of reasons for changes in sales expenses: This was primarily due to a year-on-year decrease in expenses such as employee costs during the Reporting Period.

Explanation of reasons for changes in administrative expenses: This was primarily attributable to a year-on-year reduction in expenses amortisation costs related to renovation and expansion projects during the Reporting Period.

Explanation of reasons for changes in financial expenses: This was mainly due to the decrease in the domestic loan market quotation rate (LPR) and the Company's proactive and effective financing measures during the Reporting Period, which led to a year-on-year decrease in the consolidated borrowing rate of interest-bearing debt charged to interest, and a corresponding decrease in finance costs.

Explanation of reasons for changes in R&D expenses: This was mainly attributable to the amortisation expenses for the digital platform project invested in by YS Energy Company during the Reporting Period.

Explanation of reasons for changes in net cash flow from operating activities: During the Reporting Period, the Company's toll revenue increased year-on-year, while various costs and expenses decreased year-on-year due to effective measures implemented to reduce costs and enhance efficiency, resulting in a year-on-year decrease in net cash flow from operating activities.

Explanation of reasons for changes in net cash flow generated from investing activities: This was mainly due to the year-on-year decrease in construction investment in road and bridge projects during the Reporting Period.

Explanation of reasons for changes in net cash flow generated from financing activities: This was primarily due to the Company's proactive optimisation of its capital structure and control over debt scale, resulting in a year-on-year decrease in net cash inflow from borrowings and capital contributions received by subsidiaries during the Reporting Period.

Explanation of reasons for changes in fair value gains: This was mainly attributable to a narrower fair value loss on other non-current financial assets held by subsidiaries during the Reporting Period compared with the same period last year.

Explanation of reasons for changes in investment income: This was primarily attributable to a significant reduction in dividends from Bank of Jiangsu Co., Ltd. due to an adjustment in its dividend distribution cycle during the Reporting Period, as well as a year-on-year decrease in investment income contributed by associated enterprises.

Explanation of the reasons for the change in asset disposal income: This was primarily due to the recognition of a gain on disposal of assets arising from the termination of toll collection on the Luma First Class Highway last year.

Explanation of reasons for changes in credit impairment losses: This was mainly due to the recovery of receivables in the previous year and the provision for bad debts based on the balance of receivables during the Reporting Period.

Explanation of changes in other income: This was primarily attributable to the recognition of government subsidies for the Xiyi Expressway expansion and upgrading project during the Reporting Period.

Explanation of reasons for changes in other income: This was primarily attributable to a decrease in the fair value changes of other equity instrument investments held by the Group during the Reporting Period compared with the same period last year.

Detailed description of major changes in the Company's business type, profit composition or profit sources during the current period.

☐ Applicable

☒ Not applicable

REPORT OF THE BOARD

2. Analysis of revenue and cost

☒ Applicable ☐ Not applicable

During the Reporting Period, the Group's cumulative operating revenue was approximately RMB20,289,200,000, representing a decrease of approximately 12.54% year-on-year. This was primarily attributable to a decrease in construction revenue. Excluding construction revenue, the cumulative operating revenue was approximately RMB12,133,603,000, representing a decrease of approximately 1.61% year-on-year, mainly attributable to decreases in ancillary services revenue and property business revenue. The Group had a cumulative operating cost of approximately RMB14,188,011,000, representing a year-on-year decrease of approximately 17.03%, and the accumulated operating cost was approximately RMB6,032,414,000 excluding construction costs, representing a year-on-year decrease of approximately 3.25%, which was mainly attributable to the decline in the cost of toll business, resulting from factors such as the closed construction on some road sections managed by the Group and the reduced scale of pavement maintenance as compared to the previous year; the corresponding reduction in oil product purchase costs due to the decline in the unit selling price of oil products leading to a fall in the cost of ancillary service business; and the corresponding reduction in the cost of property business as a result of the smaller delivery scale of real estate projects.

(1). The main business based on different industries, products, regions and sales models.

Unit: Yuan Currency: RMB

By Industry	Principal Business by Industry					
	Revenue from operations	Operating costs	Gross Profit Margin (%)	Change in Operating Revenue over the Same Period of the Previous Year (%)	Change in Operating Costs over the Same Period of the Previous Year (%)	Change in Gross Profit Margin over the Same Period of the Previous Year (%)
Toll road	9,555,300,530.70	3,819,913,424.20	60.02	0.29	-2.55	Increased by 1.17 percentage points
Shanghai-Nanjing Expressway	5,504,922,506.27	2,022,744,347.21	63.26	4.64	-2.29	Increased by 2.61 percentage points
Guangjing Expressway and Xicheng Expressway	769,785,354.42	225,392,885.61	70.72	-16.05	-6.94	Decrease by 2.87 percentage points
Ningchang Expressway and Zhenli Expressway	1,119,042,894.63	471,388,168.94	57.88	-24.69	-15.14	Decrease by 4.74 percentage points
Xiyl Expressway and Wuxi Huantaihu Expressway	459,714,760.92	267,365,344.76	41.84	-0.96	-25.49	Increased by 19.15 percentage points
Zhendan Expressway	99,448,620.73	78,079,575.53	21.49	1.26	0.29	Increased by 0.76 percentage point
Changyi Expressway	126,308,890.36	121,439,441.07	3.86	0.79	6.13	Decrease by 4.83 percentage points
Yichang Expressway	121,014,443.99	83,863,281.26	30.70	-3.15	-20.48	Increased by 15.10 percentage points
Wufengshan Toll Bridge	1,317,462,683.76	483,227,347.39	63.32	25.31	22.52	Increased by 0.84 percentage point
Nanjing-Yangzhou Yangtze River Bridge	37,600,375.62	66,413,032.43	-76.63	Not applicable	Not applicable	Not applicable
Ancillary services	1,629,181,916.09	1,491,707,067.28	8.44	-4.57	-3.15	Decrease by 1.34 percentage points
Property business	75,074,413.31	14,777,090.76	80.32	-55.64	-81.43	Increased by 27.33 percentage points
Electricity sales	685,134,055.48	362,173,702.26	47.14	-4.81	2.05	Decrease by 3.55 percentage points
Obstacle clearance business	6,444,014.25	194,692,129.21	-2,921.29	-34.14	4.48	Not applicable
Revenue/cost during the construction period	8,155,596,885.88	8,155,596,885.88	0.00	-24.94	-24.94	Not applicable
Other businesses	182,467,942.04	149,151,007.34	18.26	-8.20	-3.17	Decrease by 4.25 percentage points

REPORT OF THE BOARD

Main business by product						
By product	Revenue from operations	Operating costs	Gross Profit Margin (%)	Change in Operating Revenue over the Same Period of the Previous Year (%)	Change in Operating Costs over the Same Period of the Previous Year (%)	Change in Gross Profit Margin over the Same Period of the Previous Year (%)
				the Previous Year	the Previous Year	the Previous Year
–	–	–	–	–	–	–
Main business by region						
By region	Revenue from operations	Operating costs	Gross Profit Margin (%)	Change in Operating Revenue over the Same Period of the Previous Year (%)	Change in Operating Costs over the Same Period of the Previous Year (%)	Change in Gross Profit Margin over the Same Period of the Previous Year (%)
				the Previous Year	the Previous Year	the Previous Year
–	–	–	–	–	–	–
Main business by sales model						
Sales model	Revenue from operations	Operating costs	Gross Profit Margin (%)	Change in Operating Revenue over the Same Period of the Previous Year (%)	Change in Operating Costs over the Same Period of the Previous Year (%)	Change in Gross Profit Margin over the Same Period of the Previous Year (%)
				the Previous Year	the Previous Year	the Previous Year
–	–	–	–	–	–	–

Note 1: Data in the above table does not include the amount of revenues and costs incurred for the provision of road management services between the Group's segments as the intra-group activities are offset on consolidation.

Note 2: According to the "Notice on Matters Related to Vehicle Rescue Service Charges" jointly issued by the Jiangsu Provincial Development and Reform Commission and the Jiangsu Provincial Department of Transportation, the towing and crane fees for vehicle rescue services on Jiangsu's expressways shall be exempted from 1 September 2025. The rescue vehicles shall be the responsibility of the operating entities of each expressway. To accurately reflect the actual situation of the Company's market-oriented business, effective from the end of the Reporting Period, the "Obstacle Clearance Business" originally under "Ancillary Services" has been adjusted to an independent business segment. To more intuitively and clearly present the operating status of the Company's service areas and property companies, and to facilitate investors' reading and understanding, starting from the end of this Reporting Period, non-service area leasing businesses originally under "Ancillary Services" have been consolidated into "Other Businesses"; leasing businesses related to property companies originally under "Other Businesses" have been consolidated into "Property Business". The aforementioned adjustments only involve the presentation format of business information and do not affect the Company's consolidated financial statements, including revenue, operating costs, and total profit. The comparative figures for the previous year have been retrospectively adjusted in this report.

Note 3: During the Reporting Period, the Company's toll road business recorded a year-on-year increase in toll revenue. Factors such as the reduced scale of road closures for construction and pavement maintenance on certain managed sections compared to the previous year led to a year-on-year decrease in maintenance expenditure, resulting in the year-on-year increase in overall gross profit margin of the toll road business during the Reporting Period.

REPORT OF THE BOARD

Note 4: During the Reporting Period, the sales volume of oil products increased compared with the same period last year. However, affected by the decrease in the selling unit price of oil products, the spread between the purchase and sale prices of oil products narrowed, resulting in a decrease of 2.07 percentage points in the gross profit margin of oil product sales compared with the same period last year. Since April 2025, the Company's self-operated charging piles have commenced operation successively, generating charging business revenue of RMB11.72 million during the Reporting Period. Affected by the expansion of the northern section of Guangjing Expressway and the renovation of Gehu and Meicun service areas, service area rental income decreased compared with the same period last year. Consequently, the gross profit margin of service area leasing and other businesses decreased slightly compared with the same period last year.

Note 5: With effect from September 2025, the tow truck and crane fees for expressway obstacle clearance and rescue services have been waived in Jiangsu Province. Affected by this, the revenue from obstacle clearance has decreased year-on-year. Proceeding from the perspective of social responsibility the Company has increased the deployment and investment in supporting obstacle clearance points on expressways, resulting in a revenue-expense gap of approximately RMB -188.25 million. in the obstacle clearance business during the Reporting Period.

Note 6: During the Reporting Period, affected by factors such as fluctuations in wind resources and industry regulation, the offshore wind power project of YS Energy Company recorded a decrease of on-grid electricity. Depreciation, operation and maintenance expenses for newly operational transportation-energy integration projects increased compared with the same period last year. Under the combined influence of these factors, the gross profit margin of the electricity sales business decreased compared with the same period last year.

Note 7: During the Reporting Period, excluding the impact of construction revenue and costs, gross profit margin for operating activities increased by 0.84 percentage point year-on-year.

Remarks on principal business by industry, product, region and sales model

During the Reporting Period, the Group's main business was distributed in Jiangsu Province.

REPORT OF THE BOARD

(2). *Production and sales volume analysis*

☐ Applicable ☒ Not Applicable

(3). *Performance of major procurement contracts and major sales contracts*

☐ Applicable ☒ Not Applicable

(4). *Analysis of costs*

Unit: Yuan Currency: RMB

By Industry	By Industry						Explanation
	Components of Costs	Amount for the Reporting Period	Percentage in Total Costs for the Reporting Period (%)	Amount for the Same Period of the Previous Year	Percentage in Total Costs for the Same Period of the Previous Year (%)	Changes in Percentage of the Amount for the Reporting Period Compared with the Same Period of the Previous Year (%)	
Toll road business	-	3,819,913,424.20	26.92	3,919,978,683.98	22.92	-2.55	
-	Depreciation and amortization	2,070,874,473.80	14.60	2,038,376,684.90	11.92	1.59	
-	Costs on maintenance	441,029,395.50	3.11	599,420,135.31	3.51	-26.42	
-	Costs on system maintenance	81,989,263.19	0.58	82,110,165.44	0.48	-0.15	
-	Levy costs	245,761,733.27	1.73	244,365,639.33	1.43	0.57	
-	Labor costs	980,258,558.44	6.91	955,706,059.00	5.59	2.57	
Ancillary services business	-	1,491,707,067.28	10.51	1,540,235,024.00	9.01	-3.15	
-	Raw materials	1,187,623,465.06	8.37	1,227,791,944.92	7.18	-3.27	
-	Depreciation and amortization	59,705,695.52	0.42	55,424,961.42	0.32	7.72	
-	Labor costs	143,597,298.18	1.01	146,611,769.15	0.86	-2.06	
-	Other costs	100,780,608.52	0.71	110,406,348.51	0.65	-8.72	
Property sales business	-	14,777,090.76	0.10	79,574,986.31	0.47	-81.43	Mainly due to the smaller scale of delivery of property projects by the subsidiaries during the Reporting Period as compared with the corresponding period of the previous year.
Electricity sales	-	362,173,702.26	2.55	354,881,102.24	2.08	2.05	
Obstacle clearance business	-	194,692,129.21	1.39	186,350,686.14	1.09	4.48	
Construction period costs	-	8,155,596,885.88	57.48	10,865,953,803.87	63.54	-24.94	Mainly due to the year-on-year decrease of investments in the construction of road and bridge projects during the Reporting Period.
Other businesses	-	149,151,007.34	1.05	154,027,236.08	0.90	-3.17	

REPORT OF THE BOARD

By product	Main business by product						Explanation
	Components of Costs	Amount for the Reporting Period	Percentage in Total Costs for the Reporting Period	Amount for the Same Period of the Previous Year	Percentage in Total Costs for the Same Period of the Previous Year	Changes in Percentage of the Amount for the Reporting Period Compared with the Same Period of the Previous Year	
			(%)		(%)	(%)	
-	-	-	-	-	-	-	-

remarks on other details of cost analysis

According to the “Notice on Matters Related to Vehicle Rescue Service Charges” jointly issued by the Jiangsu Provincial Development and Reform Commission and the Jiangsu Provincial Department of Transportation, the towing and crane fees for vehicle rescue services on Jiangsu’s expressways will be waived from 1 September 2025. The rescue vehicles will be the responsibility of the respective expressway operators. To accurately reflect the actual situation of the Company’s market-oriented business, effective from the end of the Reporting Period, the “Obstacle Clearance Business” originally under “Ancillary Services” has been adjusted to an independent business segment. To more intuitively and clearly present the operating status of the Company’s service areas and property companies, and to facilitate investors’ reading and understanding, starting from the end of this Reporting Period, non-service area leasing businesses originally under “Ancillary Services” have been consolidated into “Other Businesses”; leasing businesses related to property companies originally under “Other Businesses” have been consolidated into “Property Business”. The aforementioned adjustments only involve the presentation format of business information and do not affect the Company’s consolidated financial statements, including revenue, operating costs, and total profit. The comparative figures for the previous year have been retrospectively adjusted in this report.

- (5). *Changes in the scope of consolidation due to changes in equity of major subsidiaries during the Reporting Period*

☐ Applicable ☒ Not Applicable

- (6). *Significant changes or adjustments in the business, products or services of the Company during the Reporting Period*

☐ Applicable ☒ Not Applicable

REPORT OF THE BOARD

(7). *Major sales customers and major suppliers*

Customers or suppliers under the control of the same controlling person are considered as a single customer or supplier and are presented on a consolidated basis, except where they are under the de facto control of the same state-owned assets supervision and administration authority.

Explanation regarding the presentation of the following customer and supplier information on a consolidated basis under the same control criterion

☐ Applicable ☒ Not Applicable

A. Major sales customers and major suppliers of the Company

☒ Applicable ☐ Not Applicable

The sales to the top five customers amounted to RMB797.07 million, accounting for 3.93% of the total sales for the year; among which, the sales to related/connected parties among the top five customers amounted to RMB72.42 million, accounting for 0.36% of the total sales for the year.

As the major customers of the Group's toll road business, service area operation business, and property sales business are individual consumers from the general public, the aggregate percentage of revenue contributed by the five top customers is less than 30%.

Purchases from the top five suppliers amounted to RMB1,353.99 million, representing 42.65% of the total annual procurement; procurement from the largest supplier (namely, Xiandai R&B Company, also an associate of the controlling shareholder of the Company) amounted to RMB402.32 million, accounting for 12.65% of the total annual procurement. The Company's controlling shareholder, Jiangsu Communications Holding Co., Ltd., directly holds 25% of the shares in Xiandai R&B Company, and indirectly holds 52.5% of the shares through its subsidiaries (including the Company and the Company's subsidiaries), resulting in a total holding of 77.5%.

Save as aforesaid, no director of the Company, any shareholder (who, to the knowledge of the directors, holds more than 5% of the issued share capital of the Company), or any of their close associates, had any equity interest in any of the five largest suppliers of the Group during the year.

B. During the Reporting Period, the proportion of sales to a single customer accounted for more than 50% of the total amount, and there were new customers or significant reliance on a few customers among the top five customers.

☐ Applicable ☒ Not Applicable

During the Reporting Period, the proportion of purchases from a single supplier exceeds 50% of the total amount. There are new suppliers in the top 5 suppliers or there is heavy reliance on a small number of suppliers.

☐ Applicable ☒ Not Applicable

C. Implementation of delisting risk warning or other risk warnings on the Company's shares during the Reporting Period

Top five sales customers

☐ Applicable ☒ Not Applicable

Top five suppliers

☐ Applicable ☒ Not Applicable

REPORT OF THE BOARD

D. The Company generated revenue from trading activities during the Reporting Period

☐ Applicable ☒ Not Applicable

Top five sales customers for trading business accounting for over 10% of operating income

☐ Applicable ☒ Not Applicable

Top five suppliers for trading business accounting for over 10% of operating income

☐ Applicable ☒ Not Applicable

Other explanations:

None.

3. Expenses

☒ Applicable ☐ Not Applicable

(1) Administrative expenses

During the Reporting Period, the Group's cumulative administrative expenses incurred were approximately RMB282,051,000, representing a decrease of approximately 5.54% compared with the same period last year. This was primarily attributable to a year-on-year reduction in expenses such as amortisation costs related to renovation and expansion projects during the Reporting Period.

(2) Financial expenses

During the Reporting Period, financial expenses incurred by the Group were approximately RMB832,187,000 in aggregate, representing a decrease by approximately 13.01% over the same period of the previous year. The decrease in financial expenses was mainly due to the corresponding decrease in financial expenses as a result of the year-on-year decrease in interest-bearing debt consolidated borrowing rate of the Company's interest expenses with the Company's proactive and effective financing measures such as optimizing the overall debt structure of the Group and grasping the financing window in the market.

(3) Selling expenses

During the Reporting Period, the Group's aggregate selling expenses were approximately RMB5,747,000, representing a year-on-year decrease of approximately 3.31% compared to the same period last year. This was mainly due to the year-on-year decrease in expenses such as employee costs during the Reporting Period.

(4) Taxes and surcharges

During the Reporting Period, the taxes and surcharges incurred by the Group were RMB88,660,000 in aggregate, representing a year-on-year decrease of approximately 25.77%. This was primarily attributable to a year-on-year decrease in land appreciation tax incurred by the Company during the Reporting Period.

(5) Income tax

The statutory income tax rate for companies of the Group was 25%, 16.5% etc. During the Reporting Period, the income tax expense of the Group was approximately RMB1,284,153,000, representing a year-on-year increase of approximately 12.01%. This was mainly due to the year-on-year increase in the Group's taxable income for the Reporting Period.

REPORT OF THE BOARD

4. Research and Development (R&D) input

(1). Table of R&D input

☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Expensed R&D input for the period	721.96
Capitalised R&D input for the period	3,105.29
Total R&D input	3,827.25
Proportion of total R&D input to operating income (%)	0.19
Proportion of capitalised R&D input (%)	81.14

(2). Table of R&D personnel

☐ Applicable ☒ Not Applicable

(3). Explanation

☒ Applicable ☐ Not Applicable

Sci-tech innovation serves as the core engine for cultivating new quality productive forces and is a key pillar in constructing the development framework of "Digital Jiangsu Expressway". In 2025, the Company continued to deepen its practices in intelligent capacity expansion, accelerated the transformation of core technological achievements, and deeply integrated sci-tech innovation into the construction and operation processes of expressways. It advanced the development of platforms such as smart service areas and cloud dispatch, achieving coordinated control across the entire process and all elements. Leveraging big data, artificial intelligence, and Internet of Things technologies, the Company enabled real-time perception and intelligent analysis of traffic flow, road conditions, and service demands. This facilitated the dynamic optimisation of traffic strategies, precise resource dispatching, and proactive risk warnings, driving the transformation and upgrading of transportation infrastructure towards greater efficiency, sustainability, and intelligence.

(4). Reasons for material changes in the composition of R&D personnel and impact on the future development of the Company

☐ Applicable ☒ Not Applicable

5. Cash Flow

☒ Applicable ☐ Not Applicable

The toll road income of the Group was received in cash, contributing to a stable operating cash flow. During the Reporting Period, the net cash inflow from the Group's operating activities was approximately RMB6,761,639,000, representing an increase of approximately 7.05% year-on-year. This was primarily attributable to the year-on-year growth in toll revenue during the Reporting Period, coupled with effective cost reduction and efficiency enhancement measures, which led to a decrease in various costs and expenses compared to the same period last year, all of which contributed to the increase in the net cash flow from operating activities compared with the same period last year. The net cash outflow from investment activities was approximately RMB5,321,894,000, representing a decrease of approximately 43.31% year-on-year, mainly due to the year-on-year decrease in construction investment of road and bridge projects during the Reporting Period. The net cash outflow from financing activities was approximately RMB1,678,066,000, compared to a net inflow of approximately RMB3,081,233,000 in the same period last year. This was primarily due to the Company's proactive optimisation of its capital structure and control of debt scale. During the Reporting Period, the net cash inflow from borrowings obtained by the Company and the capital contributions received by subsidiaries, resulting in a year-on-year increase in the net cash flow from financing activities.

(II) Major changes in profits caused by non-principal businesses

☐ Applicable ☒ Not Applicable

REPORT OF THE BOARD

(III) Analysis of assets and liabilities

☒ Applicable ☐ Not Applicable

1. Assets and liabilities

Unit: Yuan Currency: RMB

Item	Amount as at the End of the Reporting Period	Percentage in the Total Assets as at the End of the Reporting Period (%)	Amount as at the End of the Previous Period	Percentage in the Total Assets as at the End of the Previous Period (%)	Percentage Change of the Amount as at the End of the Reporting Period as Compared with the End of the Previous Period (%)	Remarks
Trading financial assets	1,840,869,064.94	1.91	3,121,896,595.47	3.47	-41.03	Mainly due to the decrease in wealth management products held by the Company at the end of the Reporting Period as compared to the beginning of the period
Accounts receivable	2,099,610,033.45	2.18	1,863,284,456.59	2.07	12.68	Mainly due to the increase in the amount of state subsidies receivable for on-grid power stations as at the end of the Reporting Period as compared to the beginning of the period
Prepayments	9,677,343.79	0.01	8,689,460.92	0.01	11.37	
Other receivables	82,235,573.77	0.09	312,032,660.22	0.35	-73.65	Mainly due to a decrease in the cash dividends declared but not yet paid by Bank of Jiangsu during the Reporting Period compared to the beginning of the period
Inventories	1,876,223,486.59	1.95	1,999,541,489.81	2.22	-6.17	
Long-term equity investments	13,522,480,062.12	14.03	12,756,749,577.92	14.19	6.00	
Investments in other equity instruments	10,932,768,947.00	11.34	10,068,275,555.50	11.20	8.59	
Fixed assets	7,838,822,495.74	8.13	7,275,660,965.82	8.09	7.74	
Short-term loan	500,298,915.78	0.52	400,281,112.00	0.45	24.99	Mainly due to an increase in short-term borrowings from financial institutions during the Reporting Period as compared with the beginning of the period
Contract liabilities	6,796,539.94	0.01	29,162,546.02	0.03	-76.69	Mainly due to the delivery and revenue recognition of property projects by subsidiaries during the Reporting Period
Non-current liabilities due within one year	2,734,581,085.70	2.84	8,690,666,769.08	9.67	-68.53	Mainly due to the redemption of bonds payable falling due within one year during the Reporting Period
Other current liabilities	3,820,749,225.26	3.96	4,132,661,851.39	4.60	-7.55	
Long-term loan	19,651,587,235.39	20.39	19,357,819,529.59	21.54	1.52	
Bonds payable	5,995,244,734.28	6.22	999,300,318.05	1.11	499.94	Mainly due to the issuance of corporate bonds and medium-term notes amounting to RMB6 billion during the Reporting Period
Special reserves	5,634,728.51	0.01	3,470,406.59	0.00	62.37	Mainly due to the provision of safety production fees by subsidiaries in the current Reporting Period
Total assets	96,388,991,421.56	100.00	89,886,075,247.13	100.00	7.23	
Total gearing ratio	42.96%				Decrease by 1.71 percentage points	
Net gearing ratio	75.31%				Decrease by 5.37 percentage points	

REPORT OF THE BOARD

Other remarks:

The calculation basis for total gearing ratio: Liabilities divided by total assets. The calculation basis for net gearing ratio: Liabilities divided by shareholders' equity.

2. Overseas assets

☒ Applicable ☐ Not Applicable

(1). *Asset size*

Including: Overseas assets of 84,728.11 (Unit: Dollar Currency: USD), accounting for 0.00061785% of the total assets.

(2). *Relevant explanation of high proportion of overseas assets*

☐ Applicable ☒ Not Applicable

3. Restrictions on major assets as at the end of the Reporting Period

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Class	Book Value as at the End of the Reporting Period	Reasons for Restriction
Bank deposits	6,093,959.95	Bank guarantees, margin deposits, etc.
Intangible assets	31,579,975,493.78	Pledge of toll road concession rights of expressways
Accounts receivable	1,551,931,511.38	Pledge of the right to charge for electricity receivables
Total	33,138,000,965.11	

(1) *Explanation for restrictions on bank deposits*

As at the end of the Reporting Period, the Group's restricted bank deposits primarily comprised bank guarantee deposits for YS Energy Company and Longtan Bridge Company.

(2) *Explanation for restrictions on intangible assets*

Guangjing Xicheng Company, a subsidiary of the Group, entered into a loan contract with Jiangsu Branch of China Development Bank in respect of a loan of RMB1,500,000,000 in aggregate, which was secured by the toll road concession right of Wuxi-Yixing Expressway. As at the end of the Reporting Period, the loan balance was RMB1,246,000,000.

REPORT OF THE BOARD

Wufengshan Toll Bridge Company, a subsidiary of the Group, entered into loan contracts with the Jiangsu Branch of China Construction Bank, the Jiangsu Branch of China Development Bank, the Jiangsu Branch of Bank of Communications, the Nanjing Branch of Postal Savings Bank of China and the Nanjing Chengnan Branch of Industrial with a total amount of RMB2,000,000,000, RMB2,500,000,000, RMB1,500,000,000, RMB1,200,000,000, RMB1,500,000,000, and RMB2,500,000,000, respectively, which were secured by the toll road part of the Wufengshan Toll Bridge and the toll road concession rights of North-South Connection. As at the end of the Reporting Period, the loan balances were RMB1,557,000,000, 154,800,000, 701,240,000, 695,548,000 and 357,500,000, respectively.

Longtan Bridge Company, a subsidiary of the Company, pledged the toll road concession rights of the Ningyang Yangtze River Bridge and signed loan contracts with the Jiangsu Branch of China Development Bank, the Jiangsu Branch of China Merchants Bank, the Jiangsu Branch of Bank of China, the Nanjing Branch of China Postal Savings Bank, the Jiangsu Direct Sub-branch of China Construction Bank, and the Jiangsu Branch of Bank of Communications for a total loan amount of RMB2,000,000,000, 1,000,000,000, 1,200,000,000, 2,000,000,000, 2,000,000,000, and 1,000,000,000, respectively. As at the end of the Reporting Period, the loan balances were RMB715,000,000, 200,000,000, 350,000,000, 38,000,000, 551,000,000, and 147,000,000, respectively.

Longtan Bridge Company, a subsidiary of the Group, pledged the toll road concession rights of Longtan North Connection and signed a loan contract with the Jiangsu Branch of the China Development Bank totaling RMB1,000,000,000. As at the end of the Reporting Period, the loan balance was RMB1,000,000.

Changyi Company, a subsidiary of the Group, pledged the toll road concession rights of Changyi Expressway and signed loan contracts with Postal Savings Bank of China, Nanjing Branch; Agricultural Bank of China, Wuxi Chengzhong Sub-branch; Industrial and Commercial Bank of China, Wuxi Branch; Bank of Communications, Nanjing Chengzhong Sub-branch; China Construction Bank, Nanjing Zhongshan South Road Sub-branch; and China Merchants Bank, Nanjing Branch, with total amount of 500,000,000, 382,900,000, 2,000,000,000, 8,000,000,000, 350,000,000, and 300,000,000 respectively. As at the end of the Reporting Period, the loan balances were RMB46,460,000, 324,000,000, 550,500,000, 545,440,000, 341,900,000, and 40,000,000, respectively.

Yichang Company, a subsidiary of the Group, entered into loan contracts with the Postal Savings Bank of China, Nanjing Branch; Industrial and Commercial Bank of China, Wuxi Branch; China Development Bank, Jiangsu Branch; China Construction Bank, Nanjing Zhongshan South Road Sub-branch; and Nanjing Branch of China Merchants Bank with total amounts of 500,000,000, 2,400,000,000, 2,000,000,000, 200,000,000, and 300,000,000 respectively, which were secured by the toll road concession rights of Yichang Expressway. As at the end of the Reporting Period, the outstanding loan balances were RMB355,900,000, 475,000,000, 368,000,000, 199,400,000, and 129,500,000, respectively.

(3) Explanation for restrictions on accounts receivable

Rudong Company, a subsidiary of the Group, entered into a loan contract with the Jiangsu Branch of the China Development Bank for loan total amount of up to RMB4,000,000,000, and signed a supplemental agreement in March 2023, revising the total loan amount to up to RMB2,663,000,000. Simultaneously, Rudong Company entered into a loan agreement with the Rudong Sub-branch of China Construction Bank Corporation for a total amount of RMB1,000,000,000. Both of the aforementioned loan agreements are secured by the pledge of the project's electricity fee charging rights. As at the end of the Reporting Period, the loan balance with the Jiangsu Branch of China Development Bank was RMB2,156,000,000, and the loan balance with China Construction Bank Corporation was RMB602,155,000.

REPORT OF THE BOARD

4. Other explanations

☒ Applicable ☐ Not Applicable

(1) *Investment expenditure*

During the Reporting Period, the Group has implemented planned investment expenditures of approximately RMB8,964,782,000, a decrease of approximately 19.69% year-on-year. This was mainly due to the Group's investment in road and bridge project construction decreased year-on-year during the Reporting Period. During the Reporting Period, the investment projects and amounts implemented by the Group were:

Name of investment project	Amount (RMB)
Ningyang Yangtze River Bridge and North Connection Project	1,028,066,443.60
Xiyi Expressway South Section Widening Project	3,676,048,492.97
Guangjing North Section Widening Project	421,898,790.31
Xitai Expressway Construction Project	1,444,913,159.00
Danjin Expressway Construction Project	1,584,670,000.00
Adjustment to outline for Wufengshan capital increase project	36,650,000.00
Alteration and expansion of the service areas and toll collection points	61,063,597.56
Three major systems and informatisation construction project	124,524,057.86
YS Energy Company's investment in transportation-energy integration project	214,383,063.89
Digitalisation special project	102,437,193.43
Power distribution facilities upgrading and renovation project	73,650,672.36
Investment in Three Gorges YS Taizhou Hailing Power Generation Co., Ltd.	14,850,000.00
Investment in Jiangsu Communications Holding Renewable Energy Jiangsu Company (Note)	66,368,000.00
Investment in Jiangsu Communications Holding Clean Energy Suqian Co., Ltd. (Note)	4,231,500.00
Other capital expenditure of the Group	111,026,591.70
Total	8,964,781,562.68

Note: The item represents the Company's paid-in capital for subsidiaries.

(2) *Capital structure and solvency*

The Group focuses on maintaining a reasonable capital structure and continuously improving profitability to maintain the Group's good credit rating and sound financial condition. The total liabilities at the end of the Reporting Period were approximately RMB41,408,029,000, and the Group's total asset-liability ratio was approximately 42.96%, a decrease of approximately 1.71% as compared with the end of the previous period. Based on the Group's stable and abundant operating cash flow and good financing and capital management capabilities, the management believes that the financial leverage ratio at the end of the Reporting Period remained at a safe level.

REPORT OF THE BOARD

(3) *Financial strategy and financing arrangement*

During the Reporting Period, the Group actively expanded its financing channels, adjusted its debt structure and reduced financing costs. By embracing a proactive financing strategy, the Company successfully fulfilled its funding requirements for its operations, management and project investment while managing its financing costs effectively. The Group's borrowing requirements are not subject to seasonality. During the Reporting Period, an additional fund of approximately RMB11,536,960,000 was obtained through direct financing. As at 31 December 2025, the Group's borrowings amounted to RMB24,381,300,980, of which RMB5,823,776,430 were fixed-rate loans. As at the end of the Reporting Period, the balance of the principal of interest-bearing liabilities was approximately RMB32,543,025,260, representing a decrease of approximately RMB862,649,890 compared to the beginning of the period, of which short-term interest-bearing liabilities accounted for approximately 13.21% and long-term interest-bearing liabilities accounted for approximately 86.79%. The Group's consolidated borrowing cost for interest-bearing liabilities was approximately 2.26%, a decrease of approximately 0.52% compared to the end of 2024, and approximately 1.07% lower than the current Loan Prime Rate (LPR).

(4) *Credit policy*

In order to minimize credit risk, the Group has controlled credit limits, undertaken credit approvals and implemented other control procedures to ensure that necessary follow-up actions are taken to recover overdue debts. In addition, the Group reviews the recovery of its receivables on each balance sheet date to ensure that adequate provisions are made for credit impairment. In view of the above, the management considers that the Group's credit risk is relatively low.

(5) *Contingencies*

As an industrial practice in the real estate industry, Ninghu Properties Company, a subsidiary of the Company, provides joint and several guarantees in connection with mortgage loans granted to buyers of commodity housing properties. The guarantee obligation shall begin from the effective date of a guarantee contract and cease when the registration of mortgage in respect of a purchased property is completed and the Building Right Encumbrances Certificate is delivered to and received by banks. As at 31 December 2025, the outstanding guarantees amounted to approximately RMB108,252,485.28 (31 December 2024: RMB138,169,867.02).

REPORT OF THE BOARD

(6) Foreign exchange risks

The Group currently operates its businesses principally in the PRC. There are no material foreign exchange risks as the Group's operating revenue and major capital expenditures are all settled in Renminbi except for dividend payments for H Shares and the Group has no investment in foreign currency. In 1998, the Group obtained a loan from the Spanish government of US\$9,800,000 at an interest rate of 2% per annum with interest payable annually and due on 18 July 2027. As at 31 December 2025, the balance of the loan was equivalent to approximately RMB5,224,388.68.

(7) Reserves

Unit: Yuan Currency: RMB

	Attributable to owners of the Company							Total
	Share Capital	Capital reserve	Other comprehensive income	Surplus reserve	General risk reserve	Special reserve	Undistributed profits	
I. Balance at the beginning of the year	5,037,747,500.00	9,822,207,862.43	3,685,320,608.24	4,359,459,252.41	-	3,470,406.59	15,688,590,021.99	38,596,795,651.66
II. Changes in equity during the year ("-" for decreases)	-	3,307,200.33	714,990,329.50	193,936,946.05	-	2,164,321.92	1,931,437,384.26	2,845,836,182.06
(I) Total comprehensive income	-	-	714,990,329.50	-	-	-	4,593,870,605.31	5,308,860,934.81
(II) Capital contribution and reduction by shareholders	-	-	-	-	-	-	-	-
(III) Appropriation of profits	-	-	-	193,936,946.05	-	-	-2,662,433,221.05	-2,468,496,275.00
1. Appropriation for surplus reserve	-	-	-	193,936,946.05	-	-	-193,936,946.05	-
2. Distributions to shareholders	-	-	-	-	-	-	-2,468,496,275.00	-2,468,496,275.00
3. Others	-	-	-	-	-	-	-	-
(IV) Special reserve	-	-	-	-	-	2,164,321.92	-	2,164,321.92
1. Appropriations during the year	-	-	-	-	-	7,456,437.72	-	7,456,437.72
2. Utilisations during the year	-	-	-	-	-	-5,292,115.80	-	-5,292,115.80
(V) Others	-	3,307,200.33	-	-	-	-	-	3,307,200.33
III. Balance at the end of the year	5,037,747,500.00	9,825,515,062.76	4,400,310,937.74	4,553,396,198.46	-	5,634,728.51	17,620,027,406.25	41,442,631,833.72

Note: The above statutory reserves may not be used for purposes other than their intended purposes and may not be used for distribution as cash dividends. On 31 December 2025, the reserves available for distribution to shareholders calculated in accordance with the PRC Accounting Standards amounted to RMB17,620,027,406.25 (as at 31 December 2024: RMB15,688,590,021.99).

(IV) Analysis of operating information

☐ Applicable ☒ Not Applicable

(V) Analysis of investment

Overall analysis of external equity investment

☐ Applicable ☒ Not Applicable

REPORT OF THE BOARD

1. Significant equity investment
☐ Applicable ☒ Not Applicable
2. Material non-equity investments
☒ Applicable ☐ Not Applicable

Unit: Hundred Million Currency: RMB

Item	Construction expenditure during the Reporting Period	Accumulated construction expenditure	Percentage of estimated total investment of the project	Percentage of Company's total assets
Ningyang Yangtze River Bridge North Connection Project	9.42	50.45	72.23%	5.23%
Expansion Project of South Section of Xiyi Expressway	36.76	58.23	75.09%	6.04%
Xitai Project	14.45	75.11	31.04%	7.79%
Danyang-Jintan Project	15.85	32.89	22.58%	3.41%
Guangjing North Section Widening Project	4.22	7.45	25.65%	0.77%

3. Financial assets measured at fair value
☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Asset Category	Gains or Losses from Changes		Accumulative Fair Value Changes Included in Equity	Impairments Accrued during the Reporting Period	Purchased Amount during the Reporting Period	Amount Sold/ Redeemed during the Reporting Period		Amount at the End of the Reporting Period
	Amount at the Beginning of the Reporting Period	in Fair Value during the Reporting Period				Other Changes		
Private Equity Fund	201,961.66	-5,926.83	-	-	-	12,350.65	-	183,684.18
Shares	1,006,827.55	-	86,449.34	-	-	-	-	1,093,276.89
Others	312,189.66	1,764.69	-	-	1,166,986.43	1,296,853.88	-	184,086.90
Total	1,520,978.87	-4,162.14	86,449.34	-	1,166,986.43	1,309,204.53	-	1,461,047.97

Note: The private equity funds comprise the CDB Kai Yuan Phase II Fund, Zhongbei Zhiyuan Fund and Luode Huizhi Fund held by the Company during the Reporting Period. For details, please refer to the section headed "Private Equity Fund Investment" below.

Shares include shares of Bank of Jiangsu and Jiangsu Leasing Company held by the Company during the Reporting Period. For details, please refer to the table headed "Securities Investment".

Others include the Fuanda Advantage Growth Fund, wealth management products, etc., held by the Company during the Reporting Period.

REPORT OF THE BOARD

Securities Investment

☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Securities Type	Securities Code	Securities Abbreviation	Initial Investment Cost	Sources of Funds	Gains or Losses			Purchased Amount during the Reporting Period	Sold Amount during the Reporting Period	Gain or Loss on Investments for the Period	Book value as at the End of the Reporting Period	Accounting Items
					Book Value as at the Beginning of the Reporting Period	from Fair Value during the Reporting Period	Accumulative Fair Value Changes Included in Equity					
Shares	600919	Jiangsu Bank (Note)	462,953.09	Self-owned funds	768,779.12	-	45,406.51	-	-	16,784.75	814,185.63	Investments in other equity instruments
Shares	600901	Jiangsu Financial Lease	27,089.85	Self-owned funds	238,048.43	-	41,042.83	-	-	18,241.26	279,091.26	Investments in other equity instruments
Total	/	/	490,042.94	/	1,006,827.55	-	86,449.34	-	-	35,026.01	1,093,276.89	/

Note: The Company has continuously invested in the equity of Bank of Jiangsu from 2013 to 2022. As at 31 December 2025, the Group held 782,870,800 shares in Bank of Jiangsu (stock code: 600919) (representing 4.27% of the equity in Bank of Jiangsu) with a market value of approximately RMB8,141,856,300, representing approximately 8.44% of the total assets of the Group. Bank of Jiangsu was opened for business on 24 January 2007 and is one of the 21 systemically important banks in China and the largest corporate bank in Jiangsu Province. The operating effectiveness of Bank of Jiangsu is also evidenced by the continuous improvement of its market position and brand ranking. In the 2025 global bank rankings by The Banker magazine, Bank of Jiangsu ranked 56th, an increase of 10 places from the previous year. The Company has achieved substantial cash dividend income each year, effectively enhancing the Company's profit level. Bank of Jiangsu demonstrated a solid performance in recent years. The investment in Bank of Jiangsu is based on the Company's confidence in its future development and recognition of its value growth, which is conducive to further improving the efficiency of fund utilization, expanding the profitability channels of the Company and creating greater value for the shareholders.

Explanation of securities investment situation

☐ Applicable ☒ Not Applicable

Private Equity Fund Investment

☒ Applicable ☐ Not Applicable

The private equity funds comprise the CDB Kai Yuan Phase II Fund, Zhongbei Zhiyuan Fund and Luode Huizhi Fund held by the Company during the Reporting Period.

REPORT OF THE BOARD

During the Reporting Period, the net value of CDB Kai Yuan Phase II Fund, which was subscribed by Ninghu Investment Company in 2016, was approximately RMB1,396,709,000 at the beginning of the Reporting Period, with an investment cost of RMB991,429,000, an investment recovery of RMB88,472,000 and an investment income of approximately RMB62,793,000 during the Reporting Period, with a net value of approximately RMB1,248,805,000 at the end of the Reporting Period, a decrease in fair value of approximately RMB59,432,000 during the Reporting Period and an increase in fair value of approximately RMB345,848,000 in aggregate.

During the Reporting Period, the net value of Zhongbei Zhiyuan Equity Investment Partnership (Limited Partnership), which was subscribed by Ninghu Investment Company in 2019, was approximately RMB244,986,000 at the beginning of the Reporting Period, with an investment cost of RMB275,375,000, an investment recovery of RMB10,085,000 during the Reporting Period, with a net value of approximately RMB234,029,000 at the end of the Reporting Period, a decrease in fair value of approximately RMB872,000 during the Reporting Period and a decrease in fair value of approximately RMB31,261,000 in aggregate.

During the Reporting Period, the net value of Luode Huizhi Fund, which was subscribed by Ninghu Investment Company in 2020, was approximately RMB377,922,000 at the beginning of the Reporting Period, with an investment cost of RMB445,250,000, an investment recovery of RMB24,950,000 during the Reporting Period, with a net value of approximately RMB354,007,000 at the end of the Reporting Period, an increase in fair value of approximately RMB1,036,000 during the Reporting Period and a decrease in fair value of approximately RMB66,293,000 in aggregate.

Investment in Derivatives

☐ Applicable ☒ Not Applicable

4. Progress of material asset restructuring and integration during the Reporting Period

☐ Applicable ☒ Not Applicable

(VI) Material disposal of assets and equity interest

☐ Applicable ☒ Not Applicable

REPORT OF THE BOARD

(VII) Analysis of major subsidiaries and investee companies

☒ Applicable ☐ Not Applicable

Major subsidiaries and investee companies contributing over 10% to the Company's net profit

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Name of Company	Type of Company	Principal Business	Registered capital	Total Assets	Net Assets	Revenue from operations	Operating Profit	Net profit
Guangjing Xicheng Company	Subsidiaries	Expressway construction, management, maintenance and toll collection, etc.	2,982,002,686.00	20,392,467,243.97	11,955,332,898.31	5,606,333,632.95	810,626,005.12	625,297,842.12
Zhendan Company	Subsidiaries	Expressway construction, management, maintenance and toll collection, etc.	605,590,000.00	1,469,924,216.15	258,520,618.97	103,487,614.06	-44,257,472.16	-44,257,472.16
Wufengshan Toll Bridge Company	Subsidiaries	Expressway construction, management, maintenance and toll collection, etc.	4,826,350,000.00	11,685,944,450.72	5,776,071,985.69	1,330,490,386.82	616,428,804.21	559,851,656.66
Ninghu Properties Company	Subsidiaries	Real estate development, operation and consultancy	500,000,000.00	2,268,973,208.07	1,248,341,264.65	155,865,953.67	3,039,811.71	2,147,414.05
Ninghu Investment Company	Subsidiaries	Investments in various types of infrastructure, industries and assets	2,140,000,000.00	3,142,990,159.60	2,999,222,631.21	25,560,354.54	8,232,766.33	1,951,453.71
Hanwei Company	Subsidiaries	Real estate development and operation	290,000,000.00	1,182,880,286.85	239,716,084.72	39,043,765.25	26,988,631.05	479,905.31
Yangtze River Management Company	Subsidiaries	Expressway construction, management and maintenance	50,000,000.00	69,184,609.26	65,854,236.15	44,717,452.87	7,516,057.93	4,328,793.23
Longtan Bridge Company	Subsidiaries	Expressway construction, management, maintenance and toll collection	5,993,860,000.00	10,343,308,874.16	5,869,506,696.66	1,065,669,176.74	-122,474,992.16	-122,474,992.00
Yangtze Commerce and Energy Company	Subsidiaries	Operation and management of expressway service areas and other ancillary facilities	100,000,000.00	109,825,495.82	107,126,159.53	3,157,313.61	2,755,275.57	2,066,456.68
YS Energy Company	Subsidiaries	Investment, development and operation management of photovoltaic power generation and wind power generation	2,000,000,000.00	7,188,242,285.67	3,561,091,082.67	691,261,097.31	223,622,899.93	196,472,299.35
Xitai Company	Subsidiaries	Expressway construction, management, maintenance and toll collection, etc.	6,500,000,000.00	7,511,028,778.98	7,510,775,726.93	1,444,915,990.86	402,371.25	402,371.25
Danjin Company	Subsidiaries	Expressway construction, management, maintenance and toll collection, etc.	5,238,265,840.00	3,288,815,381.94	3,287,804,923.84	1,584,672,831.86	-825,490.27	-865,076.16

Note: In January 2026, the registered capital of Xitai Company was changed to RMB12,099,095,550.00.

REPORT OF THE BOARD

Associates invested by the Company

During the Reporting Period, associates invested by the Company contributed approximately RMB789,571,000 in investment income. Operating results of key associates are set out below:

Unit: Yuan Currency: RMB

Name of Company	Principal Business	Investment Cost	Equity Interest Attributable to the Company %	Net Profit Attributable to Shareholders of the Associates	Contribution to Investment Income	Percentage of the Company's Net Profit %
Suzhou Expressway Company	Mainly responsible for the management and operation businesses of Sujiahang Expressway and Changjia Expressway	986,308,172.60	23.86	619,007,392.99	147,706,153.50	3.21
Yangtze Bridge Company	Mainly responsible for the management and operation of Jiangyin Bridge	684,365,317.96	26.66	1,140,045,649.53	303,936,170.16	6.61
Yanjiang Company	Mainly responsible for the management and operation of Yanjiang Expressway	1,466,200,000.00	25.15	27,116,366.38	7,484,117.12	0.16
Zijin Trust Company	Mainly engaged in trust investment business approved by laws and regulations or the China Banking Regulatory Commission	1,989,582,000.00	20.00	1,107,862,960.58	221,572,592.12	4.82

Note: The year-on-year decrease in investment income contributed by Yanjiang Company during the Reporting Period was primarily attributable to the decline in operating performance resulting from the reconstruction and expansion construction of Yanjiang Company.

Acquisition and disposal of subsidiaries during the Reporting Period

☐ Applicable ☒ Not Applicable

Other explanations

☐ Applicable ☒ Not Applicable



(VIII) Structured entities controlled by the Company

☐ Applicable ☒ Not Applicable

VI. DISCUSSION AND ANALYSIS OF THE COMPANY ON ITS FUTURE DEVELOPMENT

(I) Industry landscape and development trends

☒ Applicable ☐ Not Applicable

From the supply-side perspective, the expressway sector currently exhibits a dual-track trend of “network densification and refinement” alongside “capacity expansion and quality enhancement”. The ongoing advancement of the national highway network layout plan has set a long-term direction for the construction of a high-quality, comprehensive, and multi-dimensional transportation network. From the perspective of industry practice, the main arterial corridors in core regions such as the Yangtze River Delta have entered a peak period of reconstruction and expansion. In response to the growing traffic pressure, the expansion and upgrading of existing road assets have not only significantly enhanced the overall traffic capacity and service level of the road network but also effectively extended the concession period of high-quality assets, laying the foundation for the sustainable operation of the industry. Furthermore, with the deep integration of digitalisation-driven smart transportation initiatives into road asset operations, the operational efficiency and management precision of the road network will be further elevated.

From the demand-side perspective, transportation demand demonstrates strong certainty. In terms of passenger transport, benefiting from the continuous growth in private car ownership and the normalisation of cross-regional travel and tourism, passenger vehicle traffic has maintained steady growth, exhibiting distinct regional and holiday concentration characteristics. Regarding freight transport, as the domestic industrial structure advances towards mid-to-high-end levels, the requirements for transit timeliness from high-value-added manufacturing, express logistics, and cold chain transportation have significantly increased, driving the transformation of freight demand towards professional and efficiency. Particularly with the deepening implementation of the Yangtze River Delta integration strategy, business interactions and logistics exchanges within the core economic circle have become increasingly frequent, providing solid traffic support for the main corridors and further enhancing the overall resilience on the demand side.

(II) Development strategies of the Company

☒ Applicable ☐ Not Applicable

During the “15th Five-Year Plan” period, the Company will establish a new business structure centred on four core areas: investment in transportation infrastructure, operation and management of transportation networks, development and operation of roadside ecological resources, and investment and incubation in the transportation industry. It will further integrate into the broader context of the Yangtze River Delta regional integration and the building of a strong transportation country. The Company will deeply embed ESG principles throughout its strategic planning and operational processes, aiming to become a new benchmark for listed road and bridge enterprises characterised by outstanding influence, innovation-driven capabilities, value creation, and a strong sense of social responsibility.

REPORT OF THE BOARD

(III) Operating plan

☒ Applicable ☐ Not Applicable

1. In 2026, the Company will adhere to the core guidance of high-quality development, uphold the overarching principle of "seeking progress while maintaining stability and using progress to promote production", focus on expanding and improving its core business and the in-depth development of the road-based economy, and strive to establish a new industrial structure characterised by "solid core business, optimised structure, and green, low-carbon practices".

Improve the layout of the road network and strengthen synergy of the road network. Focusing on optimizing the layout of the road network of southern Jiangsu, the Company will build a sustainable investment return model to provide solid capital support for road network structure upgrading and core business extension. With new projects such as Xitai Expressway and Danjin Expressway as key drivers, the Company will strengthen synergy within the core area of southern Jiangsu.

Deepen the digital and intelligent transformation to establish a benchmark for intelligent operations in the industry. Building on the characteristics of a "high-traffic, high-saturation" road network, the Company will iterate smart transportation solutions and deeply integrate traffic forecasting and dynamic guidance technologies. This will enhance the traffic efficiency of core road sections during peak hours, achieving steady growth in toll revenue and precise reduction in management and maintenance costs.

Cultivate the "Transportation+" ecosystem to drive the platform-based transformation of road-related economy. Centred on travel services, the Company will promote the transformation of service areas into integrated cultural and tourism platforms. It will deeply explore land, traffic flow, and scenario resources along the routes, with a focus on developing the "transportation-energy integration" and "transportation-tourism integration" business models, to build a highly cohesive road-related industrial ecosystem.

Forge first-mover advantages in ESG and cultivate new driving forces for green development. With full integration of the ESG management system into governance processes, the Company establish industry benchmarks on key issues to enhance the capital market profile. Leveraging the clean energy business, the Company will accelerate the deployment of distributed photovoltaic and energy storage systems along the road assets. By actively exploring forward-looking businesses such as electricity market trading, the Company will change the green and low-carbon transformation from a "social responsibilities" into "operational dividends".

2. Funds required to maintain current operations and complete invested projects that are in progress

The Group expects that the total investment expenditure for 2026 will be approximately RMB11,747,719,000, representing an increase of RMB2,782,937,000 as compared with the actual expenditure of RMB8,964,782,000 in 2025. Investment plans for 2026 mainly includes:

Name of investment project	Amount (RMB)
Reconstruction and Expansion Project of Guangjing North Section	730,000,000.00
Xitai Expressway Construction Project	5,100,000,000.00
Danjin Expressway Construction Project	4,000,000,000.00
Ningyang Yangtze River Bridge South Connection Project	500,000,000.00
YS Energy Company's investment in Rudong H5# Offshore Wind Power Project	125,480,000.00
YS Energy Company's investment in Changzhou Xinbei District Menghe Town 150MW Crab-Farming and Photovoltaic Complementary Project	10,000,000.00
YS Energy Company's investment in the Three Gorges Taizhou Phase II 100MW Fishery-Solar Complementary Project	16,520,000.00
YS Energy Company's investment in transportation-energy integration project	151,400,000.00
Participation in Capital Increase and Share Expansion of Zijin Trust	500,000,000.00
Other capital expenditure of the Group	614,319,000.00
Total	11,747,719,000.00

The Group will, on the basis of making full use of its own funds, adjust its financing strategy in a timely manner according to the capital market conditions, further optimize its debt structure and reduce its capital costs to meet the Group's operating and development needs. Meanwhile, the Group will actively explore various financing methods to provide effective financial support for its development and make advance arrangements for its future strategic layout. As of the end of the Reporting Period, the Group's ultra short-term notes registered in National Association of Financial Market Institutional Investors but not issued with a valid term over one year were approximately RMB4 billion; the medium-term notes registered in National Association of Financial Market Institutional Investors but not issued with a valid period over one year were RMB4 billion; the available unutilized bank loan facilities with a time limit over one year were not less than RMB10.0 billion. The Group plans to register a batch of super ultra-short term notes with an issuance scale of not more than RMB4 billion, medium-term notes with an issuance scale not exceeding RMB4 billion, and corporate bonds with an issuance scale not exceeding RMB8 billion in 2026. The credit line will be sufficient for supporting capital expenditure, debt roll-over and business development of the Group. If other capital expenditure is required under special circumstances, the Group will adjust its financing plan based on the size of expenditure and the actual cash flow condition.

(IV) Possible risks

☒ Applicable ☐ Not Applicable

According to the macro environment and the current business situation, the Group will mainly face the following risks:

1. Risks associated with industry policies

Risk analysis: The Group is primarily engaged in the investment, construction, operations and management of toll roads and bridges, and toll road income are the major source for the Group at present. The adjustment and change of industry policies, national macro-control policies and tax policies will directly or indirectly affect the Group's business revenue and thus the Group is exposed to the operating risks brought by industry policies.

Countermeasures: To address policy risks, the Group will pay close attention to the development of relevant policies and research on policy trends. It will establish a dynamic policy risk tracking and assessment mechanism and enhance the contact and communication with the relevant government authorities, especially transportation, financial, taxation and pricing departments so that it can adjust its business decisions accordingly in a timely manner and develop new profit growth points to reduce pressure on toll road income. Meanwhile, it actively explores the layout of industrial upgrading and development around the main business of road and bridge, builds a diversified profit model, and strengthens the Group's risk-resistant ability and sustainable development momentum.

2. Risks associated with changes in competition patterns

Risk analysis: As the expressway network is improved gradually, the industry faces more fierce competition. The opening of roads and bridges with substitution effects may reduce the market share and growth in revenue of the Group. With the on-going expansion of railway network in Jiangsu Province, the existing market share of the Group will be squeezed, which will affect the future development of the principal business of the Group.

Countermeasures: The Group will establish high-quality traffic condition and road appearance to create a comfortable travelling environment and establish a sound brand image. It will construct a coordinated platform for road network operations to improve the sharing and control of road information as well as service quality. Additionally, it will promote the construction of "intelligent expressways" to explore 5G application scenarios and increase the dependence of drivers and passengers on the roads of the Group. Meanwhile, the Group will pay close attention to regional planning for the road network and formulate strategies to respond to different situations in a timely manner and enhance contingency capabilities.

3. Risks associated with project investment

Risk analysis: The Group's road and bridge projects under construction and new road and bridge projects are subject to economic, political and related factors, and there is a risk that the future returns may fall short of expectations. In addition, investment in financial and quasi-financial products may involve risks of losses and gains due to market fluctuations and systematic risks.

Countermeasures: The Group will improve the mechanisms for introducing and cultivating professionals, improve its project research capability, strengthen forward-looking judgment, and raise the probability of successful investment. Furthermore, it will reinforce the internal control measures for external investment, establish reasonable procedures for decision-making, strengthen post-investment management and lower the probability of investment risks.

REPORT OF THE BOARD

4. Risks associated with a lower-than-expected rate of destocking

Risk analysis: Due to its long industry chain and cycle, the real estate sector is susceptible to changes in market environment and policies. Economic operation environment, changes in fiscal and monetary policies and the policies for taming the real estate market may affect the sales cycle and sales performance of the Group's real estate business, leading to an extension of the property sales cycle, affecting the progress of destocking and exit of real state funds.

Countermeasures: The Group will establish a risk management system and a normalised risk appraisal mechanism, stay up-to-date with policies concerning the industry and the development of the macro-economy and the industry and integrate risk management into real estate projects. Besides, it will reinforce the specialised management of projects, build up its capability to gain insights into government policy and market development trends, shift business strategies, partially serve the transformation and upgrading of the main business, adopt effective preventive measures, and step up efforts to accelerate destocking so as to intensify the control of real state funds and take multiple measures to minimize risks.

(V) Others

☐ Applicable

☒ Not Applicable

VII. DETAILS OF AND REASONS FOR THE COMPANY'S NON-DISCLOSURE DUE TO INAPPLICABILITY OR OTHER SPECIAL REASONS SUCH AS INVOLVEMENT OF STATE OR TRADE SECRETS

☐ Applicable

☒ Not Applicable

VIII. DONATIONS

During the Reporting Period, the Group contributed a total of RMB1,048,000 for external donations and public welfare projects, and additionally contributed RMB507,200 for projects aimed at consolidating and expanding the achievements in poverty alleviation and promoting rural revitalisation.

IX. DIRECTORS OF THE COMPANY DURING THE REPORTING PERIOD

For the list of individuals who served as directors of the Company during the Reporting Period, see "Changes in shareholdings of directors and senior management in office or resigned during the Reporting Period and their remuneration" in "Section IV Corporate Governance, Environmental Protection and Social Responsibility" of this Report.

X. ENVIRONMENTAL POLICY AND PERFORMANCE

For the details of the Company's environmental policy and performance during the Reporting Period, see "Section IV Corporate Governance, Environmental Protection and Social Responsibility" of this Report.

XI. COMPLIANCE WITH LAWS

The Company was a joint-stock limited company established pursuant to the Company Law of the People's Republic of China (《中華人民共和國公司法》). The Group is principally engaged in the investment, construction, operations and management of toll roads and bridges within Jiangsu Province and the development and operations of ancillary service areas along such toll roads (e.g., refuelling and catering). In the course of routine operating activities, the Group must comply with the Company Law of the People's Republic of China (《中華人民共和國公司法》), the Contract Law of the People's Republic of China (《中華人民共和國合同法》), the Road Traffic Safety Law of the People's Republic of China (《中華人民共和國道路交通安全法》), the Tendering and Bidding Law of the People's Republic of China (《中華人民共和國招標投標法》) and all other applicable laws and regulations. For the year ended 31 December 2025, there had not been any material violation of or non-compliance with applicable laws and regulations. The Company and its subsidiaries obtained from relevant regulatory authorities all the licenses, approvals and permits that are material to our business operations.

To the knowledge of the Board of Directors and the Management, the Group had also been in compliance with the Hong Kong Listing Rules (香港上市規則), the Securities and Futures Ordinance (《證券及期貨條例》) and applicable Hong Kong laws and regulations for the year ended 31 December 2025.

REPORT OF THE BOARD

XII. DESCRIPTION OF THE COMPANY'S SIGNIFICANT RELATIONSHIPS WITH ITS EMPLOYEES

For the details of the Company's significant relationships with its employees during the Reporting Period, see "V. Details of Staff of the Parent Company and Its Major Subsidiaries at the End of the Reporting Period" in "Section IV Corporate Governance, Environmental Protection and Social Responsibility" of this Report.

XIII. PROPOSED DIVIDENDS

For the details of the Company's proposed dividends during the Reporting Period, see "IMPORTANT TIPS V. Profit distribution plan or plan for the capitalization of capital reserve during the Reporting Period resolved by the board of directors".

XIV. PERMITTED INDEMNITY PROVISION OF DIRECTORS AND SUPERVISORS AND INTERESTS OF DIRECTORS AND SUPERVISORS IN CONTRACTS

For the details of the permitted indemnity provision of directors and supervisors and interests of directors and supervisors in contracts of the Company during the Reporting Period, see "V. Details of Staff of the Parent Company and its Major Subsidiaries at the End of the Reporting Period-v. Others" in Section IV "Corporate Governance, Environmental Protection and Social Responsibility" of the annual report.

XV. MANAGEMENT CONTRACTS

During the Reporting Period, no contracts concerning the management and/or administration of the whole or any substantial part of the business of the Company were entered into or existed.

XVI. INTERESTS OF DIRECTORS AND SUPERVISORS IN CONTRACTS

During the Reporting Period, there was no transaction, arrangement or contract of significance to the Group in which any director or supervisor or any entity related/connected with a director or a supervisor was, either directly or indirectly, materially interested; or there was no transaction, arrangement or contract of the Group in which a director, directly or indirectly, had material interests.

XVII. INTERESTS OF DIRECTORS AND SUPERVISORS

At no time during the Reporting Period and at the end of the Reporting Period was the Company or any of its subsidiaries, holding companies or fellow subsidiaries a party to any arrangements to enable any director or supervisor to acquire benefits by means of the acquisition of shares in, or bonds of, the Company or any other body corporates.

XVIII. EVENTS AFTER THE REPORTING PERIOD

None.

Chairman
WANG Feng
30 March 2026

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

I. DETAILS OF CORPORATE GOVERNANCE OF THE COMPANY

☒ Applicable ☐ Not Applicable

The Group adheres to the philosophy of integrity and diligence, is committed to excellent corporate governance, and continuously improves the corporate governance mechanism of “clear powers and responsibilities, separate functions, effective balancing and coordinated operation” for shareholders, the board of directors and the management in accordance with the laws and regulations of the two places and the listing rules and other regulations. It continuously optimizes the corporate institutions, decision-making institutions, executive agencies, and supervisory agencies, focuses on the establishment of a standardized information disclosure mechanism. As the standing body of the Company, the Board of Directors exercises all powers not reserved for the shareholders’ meeting under the “Articles of Association”. It exercises management and decision-making authority in accordance with the “Procedural Rules for the Board of Directors” in areas such as corporate development strategy, management structure, investment and financing, planning, financial monitoring, and personnel matters. The management is responsible for organising and implementing the resolutions of the shareholders’ meeting and the board of directors, and for presiding over the daily operational management of the Company. In addition, the Company focuses on establishing a standardised information disclosure mechanism, a smooth investor communication mechanism and a robust investor return mechanism, actively fulfills its responsibilities to stakeholders including shareholders, customers, employees and the society, and strives to build an excellent enterprise in the expressway industry.

Throughout the Reporting Period, the corporate governance situation of the Group was in compliance with the requirements outlined by the Company Law (《公司法》), the Securities Law (《證券法》), and the normative documents on corporate governance of listed companies issued by the CSRC and the SSE. The Group strictly adhered to the guidelines laid out in the Corporate Governance Code, Appendix C1 of the Hong Kong Listing Rules, and implemented the recommended best practices outlined in the aforementioned code. The Company, the Board of Directors of the Company, directors, and senior management have not been subject to administrative punishment, notice of criticism, or public reprimand by the regulatory authorities.

During the Reporting Period, the Group’s corporate governance was widely acknowledged by the capital market and various sectors of society. The Group was awarded the “2025 National Advanced Collective in the Transportation System”, the “Pegasus Award for Investor Relations and Shareholder Return of Chinese Listed Companies”, the “China Listed Companies Yinghua A-Share Value Demonstration Case”, and the “2025 Shareholder Return Golden Bull Award”. It was also honoured in the Hong Kong stock market with the “China Listed Companies Yinghua Hong Kong Share Value Demonstration Case”.

Whether there is any significant difference between the requirements of the corporate governance of the Company and the provisions of laws, administrative regulations and the relevant regulations of the China Securities Regulatory Commission on the governance of listed companies; if there is a significant difference, the reason should be explained.

☐ Applicable ☒ Not Applicable

II. SPECIFIC MEASURES TAKEN BY THE CONTROLLING SHAREHOLDER AND THE DE FACTO CONTROLLER OF THE COMPANY TO ENSURE THE INDEPENDENCE OF THE COMPANY’S ASSETS, PERSONNEL, FINANCE, ORGANIZATION AND BUSINESS, AND SOLUTIONS, WORK PROGRESS AND FOLLOW-UP WORK PLANS ADOPTED WHEN THE INDEPENDENCE OF THE COMPANY IS AFFECTED

☒ Applicable ☐ Not Applicable

Based on the principle of “distinctive ownership, clearly defined powers and responsibilities”, the Company and its Controlling Shareholders, are independent of each other in terms of operations, assets, personnel, organization and finance. The Company and its controlling shareholder have a pure property-based relationship, with separate business scopes and no upstream-downstream relationship. Although there is some objective competition between the Company and its controlling shareholder due to their partially overlapping business operations, it has not significantly affected the Company’s normal business operations. The Company has complete ownership of its operating assets and operates independently from its controlling shareholder. There is no cross-employment between the two entities, and the Company has autonomy in making decisions regarding labor, personnel, and salary management. Candidates recommended by the controlling shareholder for the board of directors of the Company undergo a strict review process by the Company’s nomination committee, remuneration and appraisal committee, and board of directors. There is no “two signs, one team,” mixed ownership, or co-office situations in the organization, and the office and operating locations are separate. The Company has an independent finance department, with its own accounts and the ability to make independent financial decisions, without interference from the controlling shareholder.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

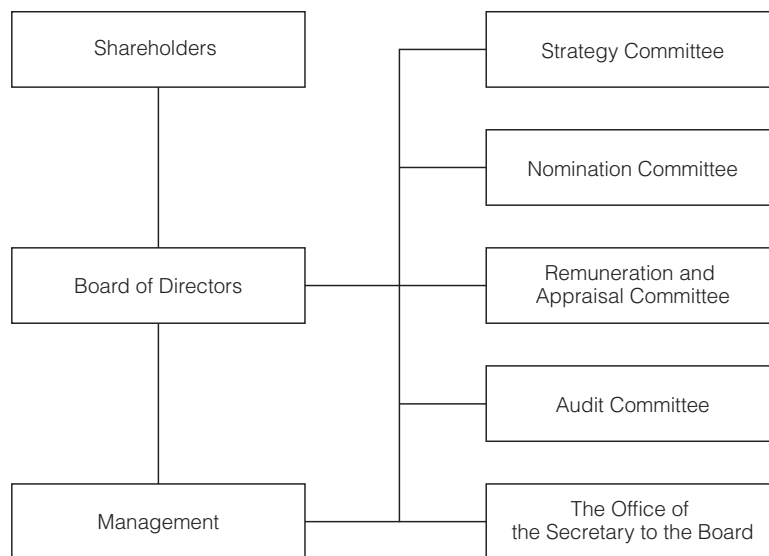
Whether the controlling shareholder, the actual controller, and the other companies controlled by it engage in the same or similar businesses with the Company, the measures taken to cope with the influence on the Company of horizontal competition or the significant changes in situations of horizontal competition, and the work progress and subsequent plans

☐ Applicable

☒ Not Applicable

III. BRIEF INTRODUCTION OF SHAREHOLDERS' GENERAL MEETINGS

(I) Corporate governance structure and rules



The Company is listed on both the SSE and the Stock Exchange. In addition to the compliance with applicable laws and regulations, the Company is also required to comply with the following requirements in respect of corporate governance practice: the Corporate Governance Code for Listed Companies (《上市公司治理準則》) stipulated by the CSRC, the Corporate Governance Code under Appendix C1 to the Hong Kong Listing Rules and the requirements as imposed by SSE and the Hong Kong Listing Rules. Meanwhile, the Company has formulated various governance systems to enhance its corporate governance standards, such as the Rules of Procedure for Shareholders' General Meetings, the Rules of Procedures for the Board of Directors Meetings, the Working Rules for Special Committees, the Working Rules for Independent Directors, the Working Rules for the General Manager, the Standard Code of Conduct for Securities Trading by Directors, Senior Management, and Relevant Employees, the Management Measures for Information Disclosure, the System for Managing Related-Party Transactions, and the System for Managing Investor Relations. These systems are diligently adhered to in order to improve the Company's corporate governance level.

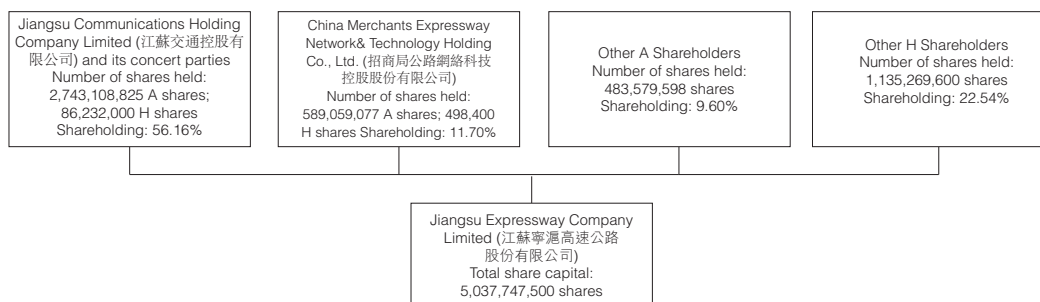
* Including connected transactions

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(II) Shareholders and shareholder rights

The Company has been attaching great importance to the protection of interests of all Shareholders. By convening shareholders' general meetings and establishment of investors' hotline and other channels, the Company establishes and maintains effective communication channel between the Company and all Shareholders, and ensures that all Shareholders are treated equally and have the right to know and participate in important matters of the Company and voting rights.

1. Main shareholders



Jiangsu Communications Holding and China Merchants Expressway are substantial shareholders of the Company. As at the end of the Reporting Period, Jiangsu Communications Holding and its concert parties collectively held 2,829,340,825 shares of the Company (comprising 2,743,108,825 A shares and 86,232,000 H shares), representing a shareholding of 56.16%. As of the date of this Report, Jiangsu Communications Holding Co., Ltd. and its concert parties collectively held 2,872,262,825 shares of the Company (comprising 2,743,108,825 A shares and 140,290,000 H shares), representing a shareholding of 57.24%. China Merchants Expressway Network Technology Holdings Co., Ltd. held 589,577,477 shares of the Company (comprising 589,059,077 A shares and 498,400 H shares), representing a shareholding of 11.70%. Neither of these two shareholders has ever directly or indirectly intervened in the Company's decision-making and operations beyond the scope of the shareholders' meetings.

2. Shareholder rights

(1) Shareholders' right to convene an extraordinary general meeting or special general meeting.

In accordance with the Articles of Association, shareholders individually or in aggregate holding a total of 10% or more of the shares of the Company have the right to request in writing to the board of directors to convene an extraordinary general meeting, and such request shall be submitted to the Board of Directors in writing. The Board of Directors shall, in compliance with the laws, administrative regulations and these Articles of Association, provide a written response indicating its agreement or disagreement to convene the extraordinary general meeting within 10 days after receipt of the request. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice convening such meeting within 5 days after it has so resolved. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders. If the Board of Directors disagrees to convene an extraordinary general meeting, or fails to provide any response within 10 days upon receipt of the request, the holders of ordinary shares (including preference shareholders with voting rights restored) holding, individually or collectively, 10% or more of the voting shares of the Company are entitled to propose to the Audit Committee the convening of an extraordinary general meeting, and such proposal shall be submitted to the Audit Committee in writing. If the Audit Committee consents to convene an extraordinary general meeting, it shall issue a notice for convening the general meeting within five days upon receipt of the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders. If the Audit Committee fails to issue a notice for convening the general meeting within the prescribed period, it shall be deemed that the Audit Committee does not convene and chair the general meeting, in which case ordinary shareholders (including preference shareholders with restored voting rights) who individually or collectively hold 10% or more of the voting shares of the Company for 90 consecutive days or more may convene and chair the meeting of their own accord. The procedures for convening the meeting shall, to the extent possible, be the same as those for convening a general meeting by the Board of Directors.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(2) *Shareholders' rights and protocols for presenting resolutions at the Shareholders' general meetings*

In accordance with the Articles of Association, shareholders individually or collectively holding over 1% of the total voting Shares of the Company have the right to submit proposals to the Company. Any shareholder, either individually or jointly holding more than 1% of the Company's shares, may submit a temporary proposal in writing to the convener, i.e., the board of directors. Such a proposal must be submitted 10 days before the shareholders' meeting is scheduled to take place. The submission should be addressed to Ms. CHEN Jinjia (the secretary of the board of directors), at No. 6, Xianlin Avenue, Nanjing, Jiangsu Province, China. A supplemental notice shall be issued by the convener within 2 days after receipt of such proposals. Save as prescribed above, the convener shall not revise the proposals stated in the notice of shareholders' general meetings nor add in new proposals after issuing the notice of general meeting. The Company shall place the proposal on the agenda for the said meeting if the said proposal falls within the functions and powers of general meetings.

(3) *Shareholders' right to questioning procedure*

Pursuant to the Article 8.3(iii) of the Articles of Association, shareholders have the right to raise inquiries as to business and operational activities of the Company. The relevant members of the Board of Directors or the senior management shall attend the general meeting to receive the inquiries and make corresponding responses or explanations regarding the questions and recommendations of the shareholders.

Shareholders are also able to submit written inquiries and express their opinions to the Board of Directors through the Secretary's Office at any time. The following are the contact details for the Secretary's Office of the Board of Directors:

Address: No. 6, Xianlin Avenue,
Email: jsnh@jsexpwy.com
Telephone: 8625-84362700 ext. 301815
Fax: 8625-84207788

The Office of the Secretary to the Board of Directors of the Company handles queries made by shareholders of the Company via telephone and in writing from time to time. Where appropriate, the queries and opinions of shareholders will be forwarded to the board of directors and/or relevant committees under the board of directors of the Company to answer the queries raised by the shareholders. Shareholders are entitled to obtain relevant information including the Articles of Association, all and any branch register of members, personal information of directors, managers and other senior management members of the Company.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Overview of Shareholders' General Meetings

Session No. of meeting	Designated website for publishing resolutions		Date of disclosure and publishing of resolutions	Resolution
	Dates			
Annual General Meeting 2024	27 June 2025	www.sse.com.cn www.hkxnews.hk www.jsexpressway.com	27 June 2025	(1) Matters relating to the Annual General Meeting of Shareholders; (2) Proposal to issue medium-term notes; (3) General mandate for the issuance of shares. For more details, please refer to the announcements published by the Company on 27 June 2025, on the SSE website www.sse.com.cn and on 27 June 2025, on the Hong Kong Stock Exchange website www.hkxnews.hk.
The first extraordinary general meeting of shareholders in 2025	18 December 2025	www.sse.com.cn www.hkxnews.hk www.jsexpressway.com	19 December 2025	It is proposed to revise the Articles of Association, the Rules of Procedures for Shareholders' Meetings, the Rules of Procedures for Board Meetings and the Working Rules for Independent Directors. For details, please refer to the announcements of the Company on the website of the SSE at www.sse.com.cn on 19 December 2025 and on the website of the Stock Exchange at www.hkxnews.hk on 18 December 2025.

Preference shareholders with voting rights restored requesting to convene an extraordinary general meeting

☐ Applicable ☒ Not Applicable

Explanation of the shareholders' general meetings

☒ Applicable ☐ Not Applicable

The Company has complied with regulatory requirements by promptly disclosing the resolutions and legal opinion of the aforementioned shareholders' general meeting. These pertinent resolutions are accessible for viewing on the SSE's website (www.sse.com.cn), the Stock Exchange's website (www.hkxnews.hk), and the Company's website (www.jsexpressway.com).

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

IV. DIRECTORS AND SENIOR MANAGEMENT

(I) Changes in shareholdings of directors and senior management in office or resigned during the Reporting Period and their remuneration

☒ Applicable ☐ Not Applicable

Unit: share

Name	Position	Gender	Age	Date of commencement of appointment	Date of termination of appointment	Number of shares held at the beginning of the year	Number of shares held at the end of the year	Change in shares during the year	Reason(s) for change	Directors' remuneration (RMB0.01 million)	Other benefits (RMB0.01 million)	Post-employment benefits (RMB0.01 million)	Any remuneration from Company's related parties/connected persons
CHEN Yunjiang	Chairman, Non-Executive Director	M	53	2022-06	2026-03	-	-	-	-	38.06	2.96	2.15	Yes
WANG Feng	General Manager, Executive Director	M	50	2022-06	2026-03	-	-	-	-	81.58	10.08	12.95	No
ZHANG Xinyu	Chairman, Executive Director	M	59	2026-03	2027-06	-	-	-	-	73.79	11.15	12.95	No
	Deputy Secretary of the Party Committee, Chairman of the Trade Union, Executive Director			2024-06	2025-12								
	Deputy Secretary of the Party Committee, Chairman of the Trade Union, and Non-Executive Director (Employee Director)			2025-12	2027-06								
WANG Yingjian	Non-Executive Director	M	56	2021-06	2027-06	-	-	-	-	0	0	0	Yes
XIE Mengmeng	Non-Executive Director	F	51	2024-11	2027-06	-	-	-	-	0	0	0	Yes
YANG Shaojun	Non-Executive Director	M	51	2024-11	2027-06	-	-	-	-	0	0	0	Yes
YANG Jianguo	Non-Executive Director	M	59	2024-11	2027-06	-	-	-	-	0	0	0	Yes
MA Chung Lai, Lawrence	Non-Executive Director	M	72	2015-06	2027-06	-	-	-	-	33.73	0	0	No
XU Guanghua	Independent Non-Executive Director	M	63	2021-06	2027-06	-	-	-	-	12.11	0	0	No
GE Yang	Independent Non-Executive Director	M	64	2022-06	2027-06	-	-	-	-	12.11	0	0	No
GU Zhaoyang	Independent Non-Executive Director	M	60	2024-06	2027-06	-	-	-	-	33.73	0	0	No
TAN Shijun	Independent Non-Executive Director	M	60	2024-06	2027-06	-	-	-	-	12.11	0	0	No
SUN Lijun	Independent Non-Executive Director	M	63	2024-06	2027-06	-	-	-	-	12.11	0	0	No
YANG Dengsong	Deputy General Manager	M	54	2021-03	2027-03	-	-	-	-	65.24	12	12.36	No
CHEN Jinjia	Secretary to the Board of Directors, Deputy General Manager, Joint Company Secretary	F	50	2023-05	2027-06	-	-	-	-	63.24	9.96	12.61	No
YU Changliang	Financial Controller	M	48	2024-06	2027-06	-	-	-	-	48.97	10.01	9.88	No
YU Man	Deputy General Manager	M	49	2024-06	2027-06	-	-	-	-	45.91	12.08	9.04	No
ZHU Yuanjun	Deputy General Manager	M	47	2025-04	2028-04	-	-	-	-	27.43	9.49	6.7	No
Total	/	/	/	/	/	-	-	-	-	560.12	77.73	78.64	/

Note 1: "Other benefits" offered to employees include housing provident funds, non-monetary benefits, and supplementary medical insurance borne by the Company, as well as social security coverage (i.e. medical insurance premiums, work-related injury insurance premiums, and maternity insurance premiums). "Post-employment benefits" include annuities borne by the Company, as well as the basic pension insurance and unemployment insurance contributions paid to the social pooling fund.

Note 2: In February 2025, Mr. CHEN Yunjiang was appointed as Deputy General Manager of Jiangsu Communications Holding Group Co., Ltd. and ceased to receive remuneration from the Company from the following month.

Note 3: On 3 March 2026, Mr. CHEN Yunjiang tendered his resignation from his positions as Chairman of the Board, Convener of the Board Strategy Committee, and Director of the Company due to a change in his work assignment. On 4 March 2026, the Company's 19th meeting of the 11th session of the Board of Directors reviewed and approved the appointment of Mr. WANG Feng as the Chairman of the Board of the Company.

Note 4: The remunerations of Mr. Ma Chung Lai, Lawrence and Mr. GU Zhaoyang are paid in Hong Kong dollars. As a result of exchange rate fluctuations, variances may arise between the remuneration calculated upon conversion and the actual expenses documented in RMB, which serves as the accounting base currency.

Note 5: The Company ceased to have a board of supervisors or supervisors effective from 18 December 2025.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name	Brief biography
Directors CHEN Yunjiang	CHEN Yunjiang is the Party Secretary, Chairman, Executive Director, and Convener of the Strategy Committee. He was born in 1973, holds a master's degree, is a member of the Communist Party of China, and is a senior economist. Mr. Chen began his career at Nanjing Jinling Building Decoration Co., Ltd. from August 1995 to March 1999. He worked at Jiangsu Aviation Industry Group Co., Ltd from March 1999 to November 2016, where he held various positions such as clerk, assistant manager, deputy minister, minister, assistant to the general manager, and deputy general manager. He joined Jiangsu Yunshan Clean Energy Investment Holdings Co., Ltd. in November 2016 and served as the general manager and chairman until October 2021. After that, he joined Jiangsu Yunshan Green Energy Investment Holding Company Limited and served as the chairman from October 2021 to November 2021. During this period, he also held the position of chairman of the Company and Executive Deputy Director of the Party Committee Organization Department and the Human Resources Department of Jiangsu Communications Holding Co., Ltd. From November 2021 to March 2024, he was appointed as the Director of the Party Committee Organization Department and the Human Resources Department of Jiangsu Communications Holding Co., Ltd. From March 2024 to February 2025, he served as the assistant to general manager of Jiangsu Communications Holding Co., Ltd. He currently holds the position of deputy general manager of Jiangsu Communications Holding Co., Ltd. With his extensive experience in enterprise management, Chen is a seasoned professional in his field.
WANG Feng	WANG Feng is the Deputy Secretary of the Party Committee, General Manager, and Executive Director, as well as a member of the Strategy Committee. He was born in 1976, holds a university degree and a doctoral degree, is a member of the Communist Party of China, and is a senior engineer at the level of researcher. Previously, Wang served as the Manager of the Engineering Department, Deputy General Manager, and Committee Member of the Party Committee of Jiangsu Yangtze River Bridge Co., Ltd. He was also the Deputy General Manager and Committee Member of the Party Committee of Jiangsu Yangtze River Expressway Management Co., Ltd., and the Deputy General Manager and Committee Member of the Party Committee of Jiangsu Expressway Company Limited. Mr. Wang has long been engaged in the management of roads and bridges, and has accumulated rich experience in expressway management.
ZHANG Xinyu	Deputy Secretary of the Party Committee, Chairman of the Trade Union, and Non-Executive Director (Employee Representative Director), born in 1967, a university graduate with a bachelor's degree and a member of the Communist Party of China, an assistant economist and assistant political engineer. Mr. Zhang previously served as a member of the Party Committee, the chairman of the labor union, the manager of the general department, the secretary of the disciplinary committee and the deputy general manager of Jiangsu Ningchang Zhenli Expressway Company Limited. Mr. Zhang currently serves as the deputy secretary of the Party committee and the chairman of the labor union of Jiangsu Ninghu Expressway Company Limited
WANG Yingjian	Non-executive director, Member of the Strategic Committee, born in January 1970, a postgraduate of Party School of C. P. C Jiangsu Committee and a senior engineer at the postgraduate level. Mr. Wang served as the director of the Technology Information Office of the Jiangsu Expressway Operation and Management Center, director of the Nanjing Management Office and secretary to the general Party branch of Jiangsu Nanjing – Huai'an Expressway, Secretary of the General Party Branch Committee, deputy director and a member of the Party committee of Jiangsu Expressway Operation and Management Center, general manager and deputy secretary to the Party committee of Jiangsu Sutong Bridge Company Limited, director of the Information Center, Director of the Department of Science and Technology Information, and Director of the Office for Digital Economy Development of Jiangsu Communications Holding Company Limited. He currently serves as the safety director, the director of the operation business department and the director of the emergency response department of Jiangsu Communications Holding Co., Ltd., Mr. Wang has long been engaged in transportation management work and has extensive experience

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name	Brief biography
XIE Mengmeng	Non-Executive Director, Member of the Remuneration and Appraisal Committee and the Nomination Committee, born in August 1975, holding a postgraduate degree and a Ph. D. in Management, with the title of Researcher-level Senior Engineer, Ms. Xie previously served as the Assistant to General Manager and Member of the Party Committee of Jiangsu Expressway Network Operation and Management Co., Ltd.; Deputy Secretary of the Party Branch and Deputy General Manager of Jiangsu Tongxingbao Intelligent Transportation Technology Co., Ltd.; General Manager and Deputy Secretary of the Party Committee of Tongxingbao Company; Secretary of the Party Branch and Chairman of Jiangsu Communications Culture Media Co., Ltd.; Executive Deputy Director of the Party Committee Inspection Leading Group Office, Director of the Party Committee Supervision Office, Director of the Supervision and Management Department, and Secretary of the Party Committee of the Organ, Director of the Organisation Department, and Director of the Human Resources Department of Jiangsu Communications Holding Co., Ltd. Currently, she serves as Secretary of the Commission for Discipline Inspection and Party Committee Member of Xuzhou Mining Group Co., Ltd. Ms. Xie boasts an excellent educational background, extensive work experience, and has long been engaged in management-related work, accumulating rich practical experience.
YANG Shaojun	Non-Executive Director, member of the Audit Committee and the Nomination Committee, born in 1975, graduated from Zhongnan University of Economics and Law with a Bachelor's degree in Financial Accounting. Currently serving as a member of the Party Committee and Chief Financial Officer of China Merchants Road Network Technology Holding Co., Ltd. Previously served as the Head of the Finance Department of China Yangtze Shipping Group Co., Ltd. (CYSC), General Manager of CYSC Wuhan Foreign Economic and Technical Cooperation Co., Ltd., Chief Financial Officer of Jinling Shipyard (Nanjing) Co., Ltd. and Head of the Finance Department of Changjiang National Shipping Heavy Industry Corporation.
YANG Jianguo	Non-executive Director and Member of the Remuneration and Appraisal Committee, born in 1967, holds a bachelor's degree in Engineering and is a senior engineer. He currently serves as a full-time external director of China Merchants Expressway Network & Technology Holdings Co., Ltd. He previously served as Chief Digital Officer (CDO) and General Manager of Capital Operation Department of China Merchants Expressway, General Manager of Strategic Development Department (Innovation Business Department) and President of Innovation Research Institute of China Merchants Expressway, Deputy Party Committee Secretary and Chief Technology Officer (CTO) of China Merchants New Intelligent Technology Co., Ltd., and Director of the Information Institute of the Planning and Research Institute of the Ministry of Transport.
MA Chung Lai, Lawrence	Ma Chung Lai, Lawrence is a Non-executive Director and member of the Strategy Committee. He was born in 1954 and obtained a Bachelor's degree in biochemical engineering from the University of London. He also served as an independent director of Nanjing Panda Electronic Company Limited, a committee member and standing committee member of the Jiangsu Committee of the Chinese People's Political Consultative Conference of the People's Republic of China, a committee member, an executive member and standing committee member of All-China Federation of Industry & Commerce (中華全國工商業聯合會), the standing committee chairman and honorary chairman of the Chinese General Chamber of Commerce (香港中華總商會), the chairman of Jiangsu Residents (HK) Association (江蘇旅港同鄉聯合會) and a director of China Overseas Friendship Association (中華海外聯誼會). Mr. Ma currently serves as the President of Jingyue International Co., Ltd. and Vice President of Yongxing Enterprise Company (永興企業公司) and Executive Committee Member of the 12th Jiangsu Provincial Committee of the Chinese People's Political Consultative Conference.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name	Brief biography
XU Guanghua	Independent non-executive director, convener of the Audit Committee, member of the Nomination Committee and member of the Remuneration and Appraisal Committee, born in 1963 and holds a Ph. D. in Management. Mr. Xu is currently the Head, Professor, Ph. D. Supervisor, and Chairman of the Jiusan Society of the Accounting Department at Nanjing University of Science and Technology. He is also the seventh-term President of the Senior Engineering Colleges Branch of Accounting Society of China, as well as the Director of the Management Accounting Research Center of Jiangsu. Furthermore, he is a peer-review expert for the National Natural Science Foundation, the National Social Science Foundation, Fok Ying Tung Education Foundation, the China Postdoctoral Science Foundation, and the National MBA Case Library. Mr. Xu has long been engaged in teaching and scientific research in the fields of finance, accounting and strategic performance evaluation, and is the pioneer of the performance evaluation theory of corporate symbiosis strategy and the theory of symbiosis financial performance.
GE Yang	Independent non-executive director, convener of the Remuneration and Appraisal Committee, and member of the Nomination Committee. Born in 1962, Mr. Ge is a distinguished professor and doctoral supervisor at the School of Economics, Nanjing University. Mr. Ge's previous positions include serving as the deputy dean of the School of Economics, Nanjing University and currently serving as the executive editor of China Political Economy. Mr. Ge also serves as the vice president of the Chinese Capital Theory Research Association, the Jiangsu Real Estate Economics Society, and the Jiangsu Quality Association. Mr. Ge's academic focus is on socialist economic theory, Chinese economic issues, and related areas. He has published over 20 academic works and more than 100 papers, winning numerous awards such as the National Press and Publication Administration's Chinese Excellent Book Award, first, second, and third prizes of Jiangsu Province's Philosophy and Social Science Research Outstanding Achievement Award, the Jiangsu Province Teaching Achievement Special Prize and First Prize, the National Teaching Achievement First and Second Prizes, and the Baosteel Excellent Teacher Award. He is also the chief expert of a national social science major project and has presided over or participated in over 20 national, key, and provincial-level social science projects.
GU Zhaoyang	Independent non-executive director, member of the audit committee. He was born in 1966, holds a B. A. degree in English from Tsinghua University, an M. A. degree in Management from Renmin University of China, and an M. A. degree in Economics and Ph. D. degree in Accounting from Tulane University. He is a CPA (non practicing) in the U. S. A. He is currently a Professor of Accountancy and the director of the MBA Program in Finance at the Chinese University of Hong Kong. Previously he was an Assistant Professor and Associate Professor at Carnegie Mellon University, and an Associate Professor and Honeywell Professor in Accounting at the Carlson School of Management, University of Minnesota, where he was also the person in charge of the Accounting Ph. D. program, and the Dean of School of Accountancy at the Chinese University of Hong Kong. Mr. Gu has taught financial accounting, managerial accounting, financial statement analysis and capital market accounting research at the undergraduate, MBA, EMBA and Ph. D. levels, and has published several research papers and served as a referee at a number of top academic journals.
TAN Shijun	Independent non-executive director, member of the Strategy Committee, Compensation and Appraisal Committee. He was born in 1963, holds a bachelor's degree and is a senior engineer. Mr. Tan currently serves as an external director and supervisor of a subsidiary of China Railway Group Limited. From January 2015 to October 2023, Mr. Tan worked in China Railway Communications Investment Group Co., Ltd., and during such period he served as the deputy general manager, general manager and chairman. Mr. Tan has long been engaged in corporate management with extensive experience in corporate management.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name	Brief biography
SUN Lijun	Independent non-executive director, convener of nomination committee, member of audit committee. He was born in 1963, holds a doctoral degree, and is a professor and doctoral supervisor, a distinguished professor of the First Session of Chang Jiang Scholar Program by the Ministry of Education and a recipient of the Outstanding Young Scientist Award and a member of the Expert Committee of the Ministry of Transport. From April 1986 to present, he has served as a teaching assistant, lecturer, associate professor and professor of the Department of Road and Transportation Engineering of Tongji University; during such period, from November 1993 to May 1994, he served as a visiting professor at the University of California, Berkeley; from November 1994 to December 1994, he served as a visiting professor at the Port and Airport Research Institute; from May 1996 to December 1999, he served as the executive deputy director and director of the Department of Road and Transportation Engineering of Tongji University; from February 1998 to July 1998, he served as a visiting professor at the Ministry of Transportation of Ontario (MTO) in Canada and University of Waterloo; from August 2000 to May 2014, he served as a director of the Key Laboratory for Road and Transportation Engineering under the Ministry of Education at Tongji University; from December 2005 to May 2014, he served as dean of College of Transportation Engineering of Tongji University; and from May 1996 to present, he served as the director of Institute of Road and Transportation Engineering of Tongji University. Mr. Sun Lijun has long been engaged in research and teaching in the field of highways, urban roads, airport engineering and intelligent transportation, and is a well-known expert in the field of transportation.
Senior management YANG Dongsong	Deputy General Manager and Party Committee Member, Mr. YANG Dongsong, a senior engineer in intelligent transportation engineering and the member of the Communist Party of China, was born in July 1972 and holds a university degree and a master's degree in the same field. Mr. Yang served as the head and Party secretary of the Wuxi Management Office of Jiangsu Expressway Company Limited and the executive deputy director of the Operation Management Centre of Jiangsu Expressway Company Limited. Mr. Yang has been engaged in expressway management for a long time and has extensive experience in corporate management.
CHEN Jinjia	Deputy General Manager, Secretary of the Board of Directors, Member of the Party Committee, born in December 1975, holder of a Master's degree, Bachelor's degree, is a member of the Communist Party of China, Certified Asset Appraiser, International Certified Internal Controller of the International Internal Control Association. Ms. Chen previously served as the deputy manager (person in charge) of the Operations and Management Department of Jiangsu Railway Development Co., Ltd., the deputy manager of the Securities Department (in charge of the work), the manager of the Securities Department, the manager of the Board Secretary Office, and the manager of the Comprehensive Management Department of Jiangsu Yunshan Clean Energy Investment Holding Co., Ltd., Deputy General Manager, Party Branch Member, and Labor Union Chairman. Ms. Chen has been engaged in business management for a long time and has rich experience in business management.
YU Changliang	Financial controller and Party Committee Member. Born in October 1978, holds a bachelor's degree, is a member of the Communist Party of China and a senior accountant. Mr. Yu served as an accountant, the general accountant and the supervisor of the financing plan department of Jiangsu Ningsuxu Expressway Co., Ltd., the deputy supervisor of the investment and development department, the supervisor of the enterprise management and legal affairs department and a senior supervisor of Jiangsu Communications Holding Co., Ltd., the chief accountant of Jiangsu East Expressway Management Co., Ltd., and the director of the enterprise management and legal affairs department of Jiangsu Communications Holding Co., Ltd. Mr. Yu is a seasoned professional in his field with his extensive experience in enterprise economic management.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name	Brief biography
YU Man	Deputy General Manager and Party Committee Member. He was born in April 1977, holds a bachelor's degree and a master's degree in business administration, is a member of the Communist Party of China and a senior engineer. Mr. Yu served as a member of the engineering section, the head of the maintenance team, the deputy station manager of Huaqiao Toll Station, the director of the maintenance section, and the director of the maintenance and drainage center of Suzhou Management Office of Jiangsu Expressway Company Limited, the deputy director of Suzhou Management Office, the deputy director (person-in-charge) and director of Wuxi Management Office, and the director of Suzhou Management Office, etc. Mr. Yu is a seasoned professional in his field with his extensive experience in enterprise management
ZHU Yuanjun	Deputy General Manager and Party Committee Member. He was born in December 1979, holds a bachelor's degree and a master's degree in engineering, is a member of the Communist Party of China, and is a senior engineer. Mr. Zhu previously served as Clerk, Full-time Discipline Inspection and Supervision Officer, Host of the Engineering Technology Department, Deputy Director of the Jinqiao Maintenance and Clearance Centre, Bridge Supervisor, Business Supervisor of the Engineering Technology Department, Director of the Jinqiao Maintenance and Clearance Centre, and Deputy Manager of the Engineering Technology Department of Jiangsu Ningsuxu Expressway Co., Ltd., as well as Deputy Manager (in charge) and Manager of the Technology Department of Jiangsu Expressway Engineering Maintenance Technology Co., Ltd., Assistant to the General Manager (seconded) of Jiangsu Modern Road and Bridge Co., Ltd., Assistant to the General Manager (seconded) of Jiangsu Expressway Engineering Maintenance Co., Ltd., and Deputy General Manager and Party Committee Member of Jiangsu Expressway Engineering Maintenance Co., Ltd. Mr. Zhu has long been engaged in corporate management and possesses extensive experience in corporate management.

Other situation description

☒ Applicable ☐ Not Applicable

- Throughout the Reporting Period, none of the Company's directors and members of the senior management (including their spouse or children and 30% controlled companies or trusts) held any shares or shares options of the Company or was granted restricted shares or debentures of the Company.
- No related relationships exist between the directors and senior management of the Company, as defined in paragraph 12 of Appendix D2 of the Hong Kong Listing Rules.
- Apart from the remuneration stated above, no additional payment was made to the directors by the Company. During the Reporting Period, there was no arrangement under which a director waived or agreed to waive any remuneration.
- The Company has received annual confirmations from each independent non-executive director regarding their independence. The Company considers that all independent non-executive directors meet the independence assessment guidelines set out in Rule 3.13 of the Listing Rules and treats them as independent persons.
- Mr. ZHANG Xinyu has obtained the legal advice specified in Rule 3.09D of the Hong Kong Listing Rules on 31 December 2025, and confirmed that he understands his responsibilities as a director of the listed issuer.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(II) Details of Current and Resigned Directors and Members of Senior Management of the Company during the Reporting Period

1. Details of service in shareholders' entities

☒ Applicable ☐ Not Applicable

Name of employee	Name of shareholders' entities	Position held in shareholders' entity	Date of commencement of appointment	Date of termination of appointment
CHEN Yunjiang	Jiangsu Communications Holding	Deputy General Manager	2025-02	–
WANG Yingjian	Jiangsu Communications Holding	Director of Safety, Head of Operations Department, Head of Emergency Safety Department	2024-03	–
XIE Mengmeng	Jiangsu Communications Holding	Director of the CPC Organization Department and Human Resources Department	2024-04	2025-11
YANG Shaojun	China Merchants Expressway	Member of the Party Committee and Chief Financial Officer	2024-05	–
YANG Jianguo	China Merchants Expressway	Chief Digital Officer (CDO), General Manager of Capital Operations Department (Board Office)	2023-12	2026-01
Description of employment status in shareholder units	YANG Jianguo has served as a full-time external director of China Merchants Expressway Network Technology Holdings Co., Ltd. since January 2026			

2. Details of service in other entities

☒ Applicable ☐ Not Applicable

Name of employee	Name of other entities	Position held in other entities	Date of commencement of appointment	Date of termination of appointment
CHEN Yunjiang	Jiangsu Expressway Network Operation and Management Co., Ltd.	Director	2022-05	2025-08
	Jiangsu Port Group Co., Ltd.	Director	2025-11	–
	Bank of Nanjing Co., Ltd.	Director	2026-01	–
	Jiangsu High-Tech Investment Group Co., Ltd.	Director	2025-06	–
WANG Feng	Shenzhen Expressway Group Co., Ltd.	Director	2025-06	–
	Jiangsu Expressway International (Hong Kong) Company Limited	Director	2022-02	–
	Jiangsu Longtan Bridge Co., Ltd.	Chairman, General manager	2021-12	–
	Jiangsu Wufengshan Toll Bridge Company Limited	Chairman, General manager	2022-05	–
	Jiangsu Suxichang South Expressway Co., Ltd.	Chairman, General manager	2022-05	–
	Zijin Trust Co., Ltd.	Director	2021-12	–
	Jiangsu Xitai Expressway Co., Ltd.	Chairman, General manager	2024-03	–
	Jiangsu Danjin Expressway Co., Ltd.	Chairman, General manager	2024-11	–
WANG Yingjian	Jiangsu Expressway Network Operation and Management Co., Ltd.	Secretary of the Party Committee, Chairman	2024-03	–
	Jiangsu Province Expressway Network Operation Management Center	Head	2024-03	–
	Jiangsu Expressway Operation Management Research Institute	Dean	2024-03	–
	Jiangsu Wufengshan Toll Bridge Company Limited	Director	2024-08	–

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name of employee	Name of other entities	Position held in other entities	Date of commencement of appointment	Date of termination of appointment
XIE Mengmeng	Xuzhou Mining Group Co., Ltd.	Secretary of the Commission for Discipline Inspection and Member of the Party Committee	2025-11	–
	Jiangsu Tongxingbao Intelligent Transportation Technology Co., Ltd.	Chairman of the Supervisory Committee	2024-09	2025-06
ZHANG Xinyu	Suzhou Expressway Management Company Limited	Vice Chairman	2020-05	2025-12
	Jiangsu Ninghu Properties Co., Ltd.	Chairman	2021-12	–
	Jiangsu Zhendan Expressway Company Limited	Chairman	2020-03	–
	Jiangsu Yangtze River Expressway Management Co., Ltd	Director	2020-03	–
YANG Shaojun	Shandong Hi-speed Company Limited	Vice Chairman	2024-12	–
	Sichuan Chengyu Expressway Co., Ltd.	Vice Chairman	2024-11	–
	Henan Zhongyuan Expressway Co., Ltd.	Director	2025-01	–
	Jiangsu Guangjing Xicheng Expressway Company Limited	Vice Chairman	2025-08	–
YANG Jianguo	Jiangsu Yangtze Bridge Co., Ltd.	Vice Chairman	2025-03	–
	Hubei Chutian Smart Communication Co., Ltd.	Vice Chairman	2024-08	–
	Fujian Expressway Development Co., Ltd.	Director	2024-05	–
	Shandong Hi-speed Company Limited	Director	2025-06	–
MA Chung Lai, Lawrence	Anhui Expressway Co., Ltd.	Director	2025-09	–
	Henan Zhongyuan Expressway Co., Ltd.	Director	2025-07	–
	Heilongjiang Transportation Development Co., Ltd.	Director	2025-08	–
	Guangxi Wuzhou Communications Co., Ltd	Director	2025-12	–
XU Guanghua	Modern Investment Co., Ltd.	Director	2025-11	–
	Yongxing Enterprise Company	Vice president	1986-01	–
	Jiangsu Provincial Committee of CPPCC (13th session)	Standing Committee Member	2023-01	–
	Jiangsu Residents (HK) Association	Permanent Honorary President	2022	–
GE Yang	Jingyue International Co., Ltd.	President	2023-07	–
	Nantong Haixing Electronics Co., Ltd.	Independent Director	2020-10	–
	Jiangsu Tongxingbao Intelligent Transportation Technology Co., Ltd.	Independent Director	2025-12	–
	Jiangsu Hengshun Group Co., Ltd.	Independent Director	2022-02	–
GU Zhaoyang	Bank of Tianjin Co., Ltd.	Independent Director	2024-09	–
	Shanghai Pharmaceuticals Holding Co., Ltd.	Independent Director	2019-06	–
	Nongfu Spring Co., Ltd.	Independent Director	2025-05	–
	Hubei Xiangjiang Electric Group Co., Ltd.	Independent Director	2024-09	–
TAN Shijun	China Railway Group Limited	External director and supervisor of affiliated companies	2023-10	–
	China Railway Tunnel Group Co., Ltd.	Director	2025-02	–
YANG Dengsong	Jiangsu Modern Road and Bridge Co., Ltd.	Director	2021-12	–
CHEN Jinjia	Jiangsu Ninghu Investment Development Co., Ltd.	Chairman	2023-06	–
	Jiangsu Communications Holding Group Finance Co., Ltd.	Director	2023-10	–
	Suzhou Expressway Management Company Limited	Vice Chairman	2025-12	–
	Jiangsu Expressway International (Hong Kong) Company Limited	Director	2025-05	–
YU Man	Jiangsu Wufengshan Toll Bridge Company Limited	Chairman of the Supervisory Committee	2024-07	2025-12
	Jiangsu Yangtze Commerce and Energy Co., Ltd.	Chairman	2024-07	–
Explanation for service in other entities	Nil			

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(III) Compensation of directors and senior management

☒ Applicable ☐ Not Applicable

Decision-making procedures for the remuneration of directors and senior management	The Remuneration and Appraisal Committee has prepared a remuneration scheme for non-executive directors and independent directors by setting benchmarks pursuant to the relevant rules of the domestic and overseas securities regulatory departments. Taking into account of the average remuneration levels in different markets and the actual circumstances of the Company, the committee proposed the remuneration scheme to the board of directors which was considered and approved at the shareholders' general meeting of the Company. The Company enters into agreements with directors who receive remuneration from the Company, under which remuneration is paid annually.
Whether a director is required to abstain during the Board of Directors' discussion of his/her remuneration	Yes
Details of the suggestions made by the Remuneration and Appraisal Committee or the special meeting in connection with independent directors for remuneration of directors and senior management personnel	The Remuneration and Appraisal Committee believes that the remuneration paid by the Company to the directors and senior management is fair and reasonable, and is in compliance with the Company's relevant remuneration policies and appraisal standards, and there has been no violation in the remuneration management and payment by the Company.
Basis for determination of remuneration of the directors and senior management	One non-executive director and 5 independent directors engaged by the Company received directors' remuneration from the Company. The remuneration levels were set with reference to the average remuneration levels in Hong Kong and the Mainland.
Remuneration actually paid to the directors and senior management	1. The remuneration standards for Executive Directors are determined by the Board based on their appointed senior management positions, and they do not receive additional director fees. 2. Domestic Non-Executive Directors receive salaries from their employers and do not receive director fees from the Company. In 2025, the remuneration paid to one overseas Non-Executive Director, Mr. Ma Chung Lai, Lawrence, amounted to RMB337,300 (pre-tax). 3. Remuneration paid to domestic and overseas Independent Non-Executive Directors in 2025: remuneration of RMB121,100 (pre-tax) was paid to Mr. XU Guanghua, Mr. GE Yang, Mr. TAN Shijun and Mr. Sun Lijun, and remuneration of RMB337,300 (pre-tax) was paid to Mr. GU Zhaoyang. 4. The Company's Senior Management, including Deputy General Managers and the Financial Controller, receive management compensation based on their respective positions.
Total remuneration actually received by all directors and members of senior management at the end of the Reporting Period	RMB5,601,200
Basis for assessment and fulfilment of remuneration actually received by all directors and members of senior management at the end of the Reporting Period	The remuneration of the Company's Directors and senior management is determined in accordance with the established assessment system and their performance in their respective roles. The actual remuneration paid is consistent with the approved remuneration scheme.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Deferred payment arrangements for the remuneration actually received by all directors and members of senior management at the end of the Reporting Period

In accordance with the Company's remuneration management regulations, the performance-based annual remuneration of management members is pre-paid during the assessment period, not exceeding 50% of the base annual salary. In the following year, after the completion of the annual performance evaluation, the performance-based annual salary level will be determined based on the evaluation results, and a final settlement and payment will be made. The tenure incentive income for members of the management team is generally paid 50% in the year following the completion of the tenure assessment, with the remaining 50% paid in the following year.

Clawback provisions on the remuneration actually received by all directors and members of senior management at the end of the Reporting Period

Not applicable

(IV) Changes of directors and senior management of the Company

☒ Applicable

☐ Not Applicable

Name	Position held	Change	Reasons for changes	Details of Reasons for changes
ZHANG Xinyu	Executive Director	Removal	Work transfer	Corporate governance structure adjustment
ZHANG Xinyu	Employee Director	Election	Work transfer	Corporate governance structure adjustment
ZHU Yuanjun	Deputy General Manager	Appointment	Work transfer	Appointment by the Board of Directors

(V) Explanation of punishment imposed by securities regulator in recent three years

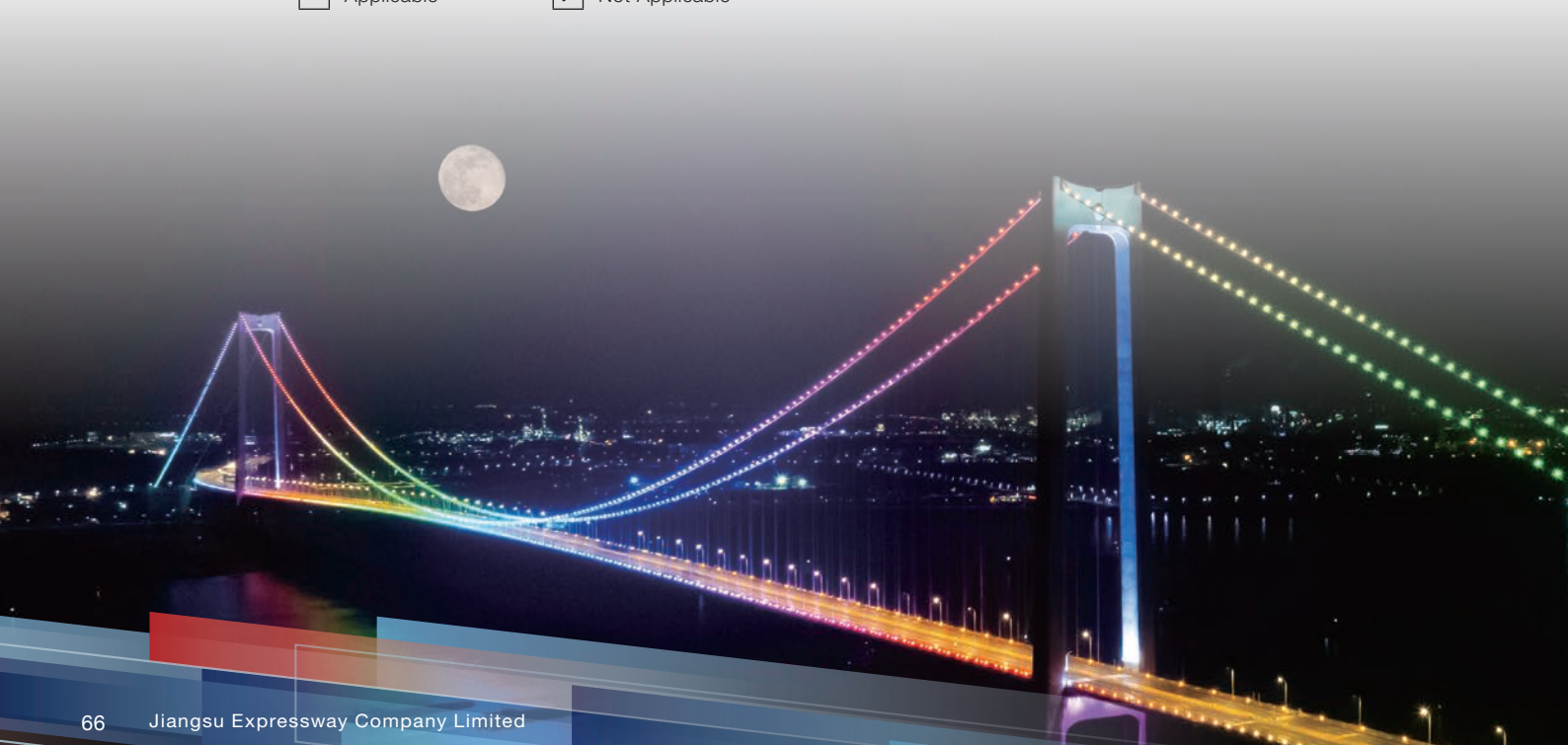
☐ Applicable

☒ Not Applicable

(VI) Others

☐ Applicable

☒ Not Applicable



CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

II. DIRECTORS' PERFORMANCE OF DUTIES

(I) Details of directors' attendance at Board of Directors and Shareholders' Meetings

Director Name	Attendance at Board of Directors							Attendance at shareholders' meetings
	Whether he/she is an independent director	Number of Board of Directors required to attend during the year	Number of attendance in person	Number of attendance by way of telecommunications	Number of attendance by proxy	Number of absence	Whether he/she fails to attend two consecutive Board meetings in person	Number of attendance at shareholders' meetings
CHEN Yunjiang	No	11	11	0	0	0	No	2
WANG Feng	No	11	11	0	0	0	No	2
WANG Yingjian	No	11	11	0	0	0	No	2
XIE Mengmeng	No	11	11	0	0	0	No	2
ZHANG Xinyu	No	10	10	0	0	0	No	2
YANG Shaojun	No	11	11	0	0	0	No	2
YANG Jianguo	No	11	11	0	0	0	No	2
MA Chung Lai, Lawrence	No	11	11	0	0	0	No	2
XU Guanghua	Yes	11	11	0	0	0	No	2
GE Yang	Yes	11	11	0	0	0	No	2
GU Zhaoyang	Yes	11	11	0	0	0	No	2
TAN Shijun	Yes	11	11	0	0	0	No	2
SUN Lijun	Yes	11	11	0	0	0	No	2

Explanation for absence of board of director meetings in person for two consecutive times.

☐ Applicable ☒ Not Applicable

Number of board of director meetings convened during the year	11
Of which: Number of face-to-face meetings	11
Number of meetings convened by way of telecommunication	0
Number of meetings convened by combination of face-to-face meetings and via telecommunication	0

(II) Independent directors' objections to matters of the Company

☐ Applicable ☒ Not Applicable

(III) Others

☐ Applicable ☒ Not Applicable

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

III. DETAILS OF SPECIAL COMMITTEES UNDER THE BOARD OF DIRECTORS

☒ Applicable ☐ Not Applicable

(I) Details of members of special committees under the Board of Directors

Type of special committee	Names of members
Audit Committee	XU Guanghua 、 YANG Shaojun 、 GU Zhaoyang 、 SUN Lijun
Nomination Committee	SUN Lijun 、 XIE Mengmeng 、 YANG Shaojun 、 XU Guanghua 、 GE Yang
Remuneration and Appraisal Committee	GE Yang 、 XIE Mengmeng 、 YANG Jianguo 、 XU Guanghua 、 TAN Shijun
Strategy Committee	CHEN Yunjiang; WANG Yingjian; WANG Feng; Ma Chung Lai, Lawrence; TAN Shijun

Note 1: The above table details members of special committees under the Board of Directors.

Note 2: On 18 December 2025, Mr. ZHANG Xinyu resigned as a Director of the Company and a member of the Strategy Committee of the Board due to the adjustment of the corporate governance structure.

Note 3: On 3 March 2026, Mr. CHEN Yunjiang resigned as the Chairman of the Board, Convener of the Board Strategy Committee, and Director of the Company due to a change in his work assignment. On 4 March 2026, the Company's 19th meeting of the 11th session of the Board of Directors reviewed and approved the appointment of Mr. WANG Feng as the convener of the Strategy Committee of the 11th session of the Board of Directors, and Mr. ZHANG Xinyu as a member of the Strategy Committee of the 11th session of the Board of Directors.

(II) During the Reporting Period, the Audit Committee held 9 meetings

The Audit Committee was established in 2001. Its current members comprise 4 directors. The convenor is Mr. XU Guanghua*, an independent non-executive director. Members include Mr. YANG Shaojun, Mr. GU Zhaoyang and Mr. SUN Lijun. There are 1 non-executive director and 3 independent non-executive directors.

* Mr. Xu Guanghua, an independent non-executive director, possesses the appropriate professional qualifications or appropriate accounting or relevant financial management expertise as required under Rule 3.10(2) of Hong Kong Listing Rules.

The Audit Committee is principally responsible for reviewing and monitoring the quality and procedures of the Company's financial reporting and supervising the establishment and implementation of the Company's internal audit system; examining the financial information of the Company and its subsidiaries and its disclosure; reviewing the establishment of the Company's internal control system and supervising its implementation, including financial control and other aspects; auditing major related party/connected transactions of the Company; and communicating, supervising and reviewing the work of the internal and external auditors of the Company.

During the Reporting Period, the Audit Committee held a total of 9 meetings, including 4 periodic report meetings and 2 separate communication meetings with external audit institutions. It reviews the Company's periodic reports; reviews related party/connected transactions, supervises and evaluates the external audit work, selects external auditors; reviews the internal control system, supervises and guides internal audits, promotes internal and external audit findings and rectification; strengthens internal control supervision and evaluation; reviews and monitors the Company's financial reporting quality and procedures; and provides support for the Board of Directors' decision-making on the above matters, and puts forward important opinions and suggestions. Please refer to the table below for matters discussed at each separate meeting.

According to the working rules of the annual report, the Audit Committee reviews the Company's annual financial report, and fully communicates with the management and forms written opinions before the commencement of on-site work of external auditors; for the preliminary audit opinions issued by the external auditors, the committee strengthens communication with the external auditors. It reviews and communicates the annual financial report again; after the completion the audit of the annual financial report, the Audit Committee reviews and votes, and submits to the Board of Directors for review.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

In addition, the Audit Committee pays close attention to the achievements of the Company's operating performance improvement and benefit cost control, and effectively plays a role in assisting the Board of Directors to perform their duties.

Name of Director	Number of Audit Committee meetings required to attend during the Reporting Period		
	Whether he/she is an independent non-executive director		Number of Attendance
XU Guanghua	Yes	9	9
YANG Shaojun	No	9	9
GU Zhaoyang	Yes	9	9
SUN Lijun	Yes	9	9

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
13 January 2025	The first meeting of the Audit Committee for 2025	- Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary Jiangsu Wufengshan Toll Bridge Company Limited; - Ordinary Related Transaction Proposal on the Signing of a Monitoring Video Blind Spot Supplementation Project Agreement between the Company and Nanjing Micro Video Technology Company Limited; - Ordinary Related Transaction Proposal on the Signing of a House Leasing Agreement between the Company and the Wholly-Owned Subsidiary Nanjing Hanwei Property Development Company Limited; - Proposal on the Signing of the Ordinary Related Transaction Agreement between the Non Wholly-Owned Subsidiary Jiangsu Guangjing Xicheng Expressway Company Limited and Jiangsu Communications & Culture Media Company Limited; - Proposal on the Related-Party Transaction Regarding the Investment by Sujiaokong Clean Energy Jiangsu Co., Ltd. (a wholly-owned subsidiary of Jiangsu YS Energy Company, which is a wholly-owned subsidiary of the Company) in the Construction of Distributed Photovoltaic Project on Open Land and Ancillary Sites of the South Mainline Toll Station Owned by Jiangsu Sutong Bridge Co., Ltd., as well as the Lease of the Project Site; - Ordinary Related Transaction Proposal on the Signing of an Optical Cable Pipeline Operating Right Lease Agreement between the Company and Jiangsu Communications Holding Digital Transportation Research Institute Co., Ltd.; - Proposal on Ordinary Related Transaction Matters between the Company and the Factoring Company.	- Deliberated and approved the "Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary Jiangsu Wufengshan Bridge Co., Ltd.", agreeing that the Company shall make a cash capital increase in its non wholly-owned subsidiary Jiangsu Wufengshan Bridge Co., Ltd. according to its shareholding ratio, with a capital increase amount of RMB108,517,200, which will be fully credited to the registered capital of Jiangsu Wufengshan Bridge Co., Ltd. After the capital increase, the registered capital of Jiangsu Wufengshan Bridge Co., Ltd. will increase from RMB4,826,350,000 to RMB4,994,593,800; and agreed to submit this Proposal to the Eighth Meeting of the Eleventh Board of Directors for deliberation. - Deliberated and approved the "Ordinary Related Transaction Proposal on the Signing of a Monitoring Video Blind Spot Supplementation Project Agreement between the Company and Nanjing Micro Video Technology Company Limited.", agreeing that the Company shall enter into a Road Section Monitoring System Blind Spot Supplement and Enhancement Project Agreement with Nanjing Micro Video Technology Co., Ltd., commissioning Nanjing Micro Video Technology Company Limited. to implement the blind spot supplement and enhancement works for the monitoring systems along the Shanghai-Nanjing Expressway under the administration of various management offices. The validity period of the agreement is from 1 February 2025 to 31 December 2025, with the total contract amount capped at RMB3.52 million; and it was agreed to submit this Proposal for deliberation at the Eighth Meeting of the Eleventh Board of Directors. - Deliberated and approved the "Proposal on the Connected Transaction of Office Building Leasing between the Company's Wholly-Owned Subsidiary, Nanjing Hanwei Property Development Company Limited and Micro Video Company", agreeing that the Company's wholly-owned subsidiary, Nanjing Hanwei Property Development Company Limited, shall lease part of its properties to Micro Video Company for use as office premises, and enter into a Property Leasing Agreement with Micro Video Company. The lease term of the agreement is from 1 February 2025 to 31 January 2028, with the total rental amount capped at RMB3.2486 million. The specific annual rentals are as follows: from 1 February 2025 to 31 December 2025, the rental shall not exceed RMB0.9828 million; from 1 January 2026 to 31 December 2026, the rental shall not exceed RMB1.0819 million; from 1 January 2027 to 31 December 2027, the rental shall not exceed RMB1.0928 million; from 1 January 2028 to 31 January 2028, the rental shall not exceed RMB0.0911 million; and it was agreed to submit this proposal for deliberation at the eighth meeting of the eleventh session of the Board of Directors.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
			4. Deliberated and approved the "Proposal on the Ordinary Connected Transaction between the Company's Non Wholly-Owned Subsidiary, Guangjing Xicheng Company, with Jiangsu Communications & Culture Media Company Limited", agreeing that the Company shall enter into a Connected Transaction Agreement on Advertising Cooperation and Operation Contract with Communications Media Company, outsourcing all the advertising resources owned by the Company to Communications Media Company, which shall be responsible for external tendering and release work. The total transaction value under this contract shall be capped at RMB16.40 million, with the agreement effective from 15 January 2025 to 31 December 2027. The specific annual transaction amounts are as follows: from 15 January 2025 to 31 December 2025, the transaction amount shall not exceed RMB6.90 million; from 1 January 2026 to 31 December 2026, the transaction amount shall not exceed RMB5.00 million; from 1 January 2027 to 31 December 2027, the transaction amount shall not exceed RMB4.50 million. It was agreed to submit this Proposal for deliberation at the eighth meeting of the eleventh session of the Board of Directors. 5. Deliberated and approved the "Proposal on the Related-Party Transaction Regarding the Investment by Sujiakong Clean Energy Jiangsu Co., Ltd. (a wholly-owned subsidiary of Jiangsu YS Energy Company, which is a wholly-owned subsidiary of the Company) in the Construction of Distributed Photovoltaic Project on Open Land and Ancillary Sites of the South Mainline Toll Station Owned by Jiangsu Sutong Bridge Co., Ltd., as well as the Lease of the Project Site". Upon review, this connected transaction is conducted at fair market prices, aligns with the overall interests of the Company and the common interests of all shareholders, does not involve any improper transfer of benefits through connected transactions, and will not harm the legitimate rights and interests of the Company or minority shareholders; and agreed to submit this Proposal for deliberation at the eighth meeting of the eleventh session of the Board of Directors. 6. Deliberated and approved the "Ordinary Related Transaction Proposal on the Signing of an Optical Cable Pipeline Operating Right Lease Agreement between the Company and Jiangsu Communications Holding Digital Transportation Research Institute Co., Ltd.", agreeing for the Company to enter into a connected transaction agreement for the lease of optical cable conduit operating rights with the Digital Research Institute, whereby the Company will lease the operating rights of certain communication conduits under its ownership to the Digital Transportation Research Institute Company Limited for operation. The lease term defined in the agreement is from 1 February 2025 to 31 January 2028, with the cumulative contract amount capped at RMB3.4404 million. The specific annual agreement amounts are as follows: from 1 February 2025 to 31 December 2025, the agreement amount shall not exceed RMB1,051,200; from 1 January 2026 to 31 December 2026, the agreement amount shall not exceed RMB1,146,800; from 1 January 2027 to 31 December 2027, the agreement amount shall not exceed RMB1,146,800; from 1 January 2028 to 31 January 2028, the agreement amount did not exceed RMB95,600; and it was agreed to submit this proposal for deliberation at the eighth meeting of the eleventh session of the Board of Directors. 7. Deliberated and approved the "Proposal on Ordinary Related Transaction Matters between the Company and the Factoring Company", whereby the factoring company will provide non-recourse commercial factoring services to Kaitong, Investment Co., Ltd., with a validity period from 15 January 2025 to 31 December 2025, and a cumulative factoring limit not exceeding RMB23 million; and agreed to submit this proposal for deliberation at the eighth meeting of the eleventh session of the Board of Directors.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
25 March 2025	The second meeting of the Audit Committee for 2025	1. The Company's 2024 Annual Report; 2. The Company's 2024 Financial Statements and Audit Report; 3. The Company's 2024 Final Accounts Report; 4. The Company's 2025 Budget Report; 5. Explanatory Report on the 2024 Internal Control Evaluation Report and Internal Control Audit Report; 6. The Audit Committee's 2025 Performance Report; 7. Proposal on the Audit Committee's Supervision Duties over the Accounting Firm; 8. Proposal on the Assessment of the Accounting Firm's Performance of Duties in 2024; 9. Proposal on the Appointment of Financial Auditors and Internal Control Auditors; 10. Proposal on the Execution of a Centralized Borrowing and Repayment Fund Utilization Agreement Between the Company's Subsidiaries and Jiangsu Communications Holding Co., Ltd; 11. Proposal on Continuing Financial Business Cooperation between the Company and Jiangsu Communications Holding Group Finance Co., Ltd.; 12. Proposal on the Preparation of a Risk Assessment Report for the Company's Financial Business Cooperation with the Group Finance Company; 13. Proposal on the Formulation of a Risk Disposal Plan for the Company's Financial Business Cooperation with the Group Finance Company; 14. Explanatory Report on the Proposal regarding Ordinary Connected Transactions.	1. Deliberated and approved the Company's 2024 Annual Report, and agreed to submit this proposal to the Board of Directors for review. 2. Deliberated and approved the Company's 2024 Financial Statements and Audit Report, affirming the comprehensive accuracy of the audit report, the objectivity and truthfulness of the information disclosed by the Company in the audit report, and agreed to submit this proposal to the Board of Directors for review. 3. Deliberated and approved the Company's 2024 Final Accounts Report, and submitted this proposal to the Board of Directors for review. 4. Deliberated and approved the Company's 2025 Budget Report, and submitted this proposal to the Board of Directors for review. 5. The Company's 2024 Internal Control Evaluation Report and 2024 Internal Control Audit Report comprehensively, objectively, and truthfully reflect the status of the Company's internal control framework. The design and operation of the Company's internal control are sound and effective. Agreed to submit this proposal to the Board of Directors for review. 6. Deliberated and approved the Audit Committee's 2024 Performance Report, and submitted this report to the Board of Directors for review. 7. Deliberated and approved the report on the oversight of the duties performed by the accounting firm, and agreed to submit this proposal to the Board of Directors for deliberation. 8. Deliberated and approved the report on the "Assessment of the Accounting Firm's Performance of Duties in 2024", and agreed to submit this proposal to the Board of Directors for deliberation. 9. Deliberated and approved the "Proposal on the Appointment of Financial Auditors and Internal Control Auditors", and agreed to submit this proposal to the Board of Directors for deliberation. 10. Deliberated and approved the execution of centralized borrowing and repayment fund utilization agreements between the Company's subsidiaries and Jiangsu Communications Holdings Co., Ltd. respectively. The agreement term is three years from the date of actual signing after approval by the Board of Directors of the Company. With Jiangsu Communications Holding as the main body, funds are raised through the issuance of direct financing products such as ultra-short-term notes, medium-term notes, enterprise bonds, corporate bonds, and insurance debt plans. Funds are used for equity investment, project construction, repayment of interest-bearing debt, replenishment of working capital and other related purposes permitted by laws and regulations. The Company's financing balance did not exceed RMB5.5 billion, while Xitai Company and Danjin Company shall each maintain financing balances not exceeding RMB1 billion. The cost of funds utilization shall be determined by the actual amounts, interest rates, terms, and handling fees, provided that the interest rates do not exceed the Loan Prime Rate for the corresponding period and remain aligned with Jiangsu Communications Holding's financing rates. Agreed to submit this proposal to the Board of Directors for deliberation. 11. Deliberated and approved the "Proposal on Continuing Financial Business Cooperation between the Company and the Group Finance Company", and agreed to submit this proposal to the Board of Directors for deliberation. 12. Deliberated and approved the "Proposal on the Preparation of a Risk Assessment Report for the Company's Financial Business Cooperation with the Group Finance Company", and agreed to submit this proposal to the Board of Directors for deliberation. 13. Deliberated and approved the "Proposal on the Formulation of a Risk Disposal Plan for the Company's Financial Business Cooperation with the Group Finance Company", and agreed to submit this proposal to the Board of Directors for deliberation. 14. Reviewed and approved the Proposal on Routine Related-Party Transactions. Approved the 28 routine related-party transaction items of the Company, which are conducted by the Company and its subsidiaries in the ordinary course of business. The transaction prices are fair and reasonable, have no adverse impact on the Company, will not harm the interests of the Company and its non-related shareholders (particularly minority shareholders), and are in line with the overall interests of the Company and its shareholders. Approved to submit this proposal to the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
27 April 2025	The third meeting of the Audit Committee for 2025	1. "First Quarter Report of 2025"; 2. "Proposal on the Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary, Jiangsu Longtan Bridge Co., Ltd., and Jiangsu Xiandai Transportation Technology Co., Ltd."	1. Deliberated and approved the financial statements and audit report of the Company for the first quarter of 2025, and considered that the audit report of the Company was comprehensive and true and that the information set out in the Company's audit report disclosed externally was objective and true, and agreed to submit this proposal for review at the 11th meeting of the 11th session of the Board of Directors. 2. Deliberated and approved the "Proposal on the Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary, Longtan Bridge Co., Ltd., and Jiangsu Xiandai Transportation Technology Co., Ltd." This connected transaction was conducted in accordance with market fair value, ensuring fairness and transparency in the transaction. This initiative not only aligns with the overall interests of the Company but also fully considers the rights and interests of all shareholders, particularly minority shareholders. At the same time, through the collaboration with Jiangsu Xiandai Transportation Technology Co., Ltd., the Company can stay abreast of the latest technological developments and industry trends, introduce advanced technologies and management expertise, further enhance its technical capabilities and innovation capacity, and maintain its leading technological position in the traffic safety construction sector. It is also agreed that this proposal be submitted to the 11th meeting of the 11 session of the Board of Directors for deliberation.
22 May 2025	The fourth meeting of the Audit Committee for 2025	1. "Proposal on the Ordinary Connected Transaction Regarding the Company's Lease and Operation of the Gu Yang Service Area Petrol Station Owned by Jiangsu Runyang Bridge Development Co., Ltd."; 2. "Proposal on the Ordinary Connected Transaction Regarding the Signing of the Service Area Monitoring System Renovation and Construction Project Agreement between the Company and Nanjing Micro Video Technology Co., Ltd."; 3. "Proposal on the Connected Transaction Regarding Distributed Photovoltaic Projects with Term of Agreements Exceeding Three Years Involving Jiangsu YS Energy Company (a wholly-owned subsidiary of the Company)"; 4. "Proposal on the Ordinary Connected Transaction Regarding the Signing of the Asphalt and New Materials Procurement Contract Between the Company's non wholly-owned subsidiary, Jiangsu Guangjing Xicheng Expressway Co., Ltd., and Jiangsu Expressway New Material Technology Co., Ltd."	1. Deliberated and approved the "Proposal on the Ordinary Connected Transaction Regarding the Company's Lease and Operation of the Gu Yang Service Area Petrol Station Owned by Jiangsu Runyang Bridge Development Co., Ltd.". The Gu Yang Service Area Petrol Station possesses sound operational potential and market prospects. Leasing it to the Company for management and operation facilitates the full utilisation of resource advantages, achieves optimal resource allocation and efficient utilisation, aligns with the Company's business development strategy. Agreed to submit this proposal for deliberation at the 12th meeting of the 11th session of the Board of Directors. 2. Deliberated and approved the "Proposal on the Ordinary Connected Transaction Regarding the Signing of the Service Area Monitoring System Renovation and Construction Project Agreement between the Company and Nanjing Micro Video Technology Co., Ltd.". The project strictly adhered to the tender procedures, ensuring the fairness and transparency of the transaction, and it was agreed to submit this proposal for deliberation at the 12th meeting of the 11th session of the Board of Directors. 3. Deliberated and approved the "Proposal on the Connected Transaction Regarding Distributed Photovoltaic Projects with Term of Agreements Exceeding Three Years Involving Jiangsu YS Energy Company (a wholly-owned subsidiary of the Company)". The re-deliberation and disclosure of these multiple connected transactions are procedurally compliant, with content that is truthful, accurate, and complete. The transactions align with the Company's interests and do not harm the interests of the Company or its shareholders. Agreed to submit this proposal for deliberation at 12th meeting of the 11th session of the Board of Directors. 4. Deliberated and approved the "Proposal on the Ordinary Connected Transaction Regarding the Signing of the Asphalt and New Materials Procurement Contract Between the Company's non wholly-owned subsidiary, Jiangsu Guangjing Xicheng Expressway Co., Ltd., and Jiangsu Expressway New Material Technology Co., Ltd.". The expansion projects of Guangjing Expressway and Xiyi Expressway are of significant importance to the Company's business development and regional transportation construction. In this critical project, the quality and supply of asphalt mixtures are paramount, directly impacting the overall quality and progress of the project. The procurement of asphalt mixtures by Guangjing Xicheng Company is a necessary action to ensure the smooth progress of the project, which is highly aligned with the Company's strategic planning and actual operational needs. This connected transaction proposal is reasonable and compliant, conducive to ensuring the smooth progress of the Guangjing Expressway and Xiyi Expressway expansion projects, and in line with the company's overall interests and strategic development direction. It is also agreed to submit this proposal to the 12th meeting of the 11th session of the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
24 July 2025	The fifth meeting of the Audit Committee for 2025	1. "Proposal on the Execution of Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary Jiangsu Guangjing Xicheng Expressway Co., Ltd. and Jiangsu Xiandai Transportation Technology Co., Ltd."; 2. "Proposal on the Execution of Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary Guangjing Xicheng Company and Jiangsu Modern Shuning Engineering Construction Co., Ltd. (a non wholly-owned subsidiary of Jiangsu Xiandai Road & Bridge Co., Ltd.)"; 3. "Proposal on Connected Transactions between the Company and Jiangsu Expressway Information Engineering Co., Ltd.".	1. Deliberated and approved the "Proposal on the Execution of Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary Guangjing Xicheng Company and Xiandai Transportation Company". The transaction price has been audited by an independent third-party institution, and the unit price did not exceed the contract unit price for construction projects awarded through public tendering by the Provincial Transportation Construction Bureau during the same period. The pricing was fair and reasonable. It was further resolved to submit this proposal to the 13th meeting of the 11th session of the Board of Directors for deliberation. 2. Deliberated and approved the "Proposal on the Execution of Ordinary Connected Transactions between the Company's Non Wholly-Owned Subsidiary Guangjing Xicheng Company and Shuning Company (a non wholly-owned subsidiary of Jiangsu Xiandai Road & Bridge Co., Ltd.)". The winning bidder for this project was determined through an open tender process. The transaction was in the Company's best interests and did not harm the interests of the Company or its shareholders as a whole. It was further resolved to submit this proposal to the 13th meeting of the 11th session of the Board of Directors for deliberation. 3. Deliberated and approved the "Proposal on Connected Transactions between the Company and Information Engineering Company". Information Engineering Company has long been dedicated to the intelligent construction and electromechanical system maintenance of expressways, possessing extensive operational experience and undertaking the construction and maintenance of provincial electromechanical systems. This company was the recommended winning bidder in the open tender for the electromechanical system maintenance project of Ninghu Company. The transaction was necessary and compliant, with reasonable pricing. It was further resolved to submit this proposal to the 13th meeting of the 11th session of the Board of Directors for deliberation.
27 August 2025	The sixth meeting of the Audit Committee for 2025	1. "2025 Interim Report of the Company"; 2. "Proposal to Issue a Risk Assessment Report on the Company's Deposit and Loan Financial Business at Jiangsu Communications Holding Group Financial Company"	1. Deliberated and approved 2025 Interim Report of the Company, deeming the report comprehensive and truthful, with the disclosed information being objective and accurate; and agreed to submit this proposal for deliberation at the 14th meeting of the 11th session of the Board of Directors. 2. The Company sorted out the related transactions of deposit and loan financial business in Jiangsu Communications Holding Group Finance Co., Ltd., evaluated the Financial Company's operating qualifications, business and risk status, made necessary explanation for the Financial Company's funds arrangement during the reporting period, and issued a continuous risk assessment report. Considered that the risks of this related transaction are controllable and have not harmed the interests of the Company and other small and medium-sized shareholders. Agreed to submit the resolution to 14th meeting of the 11th session of the Board of Directors for consideration.
30 September 2025	The seventh meeting of the Audit Committee for 2025	"Proposal on the Additional Estimated Ordinary Connected Transactions for the Year 2025"	Deliberated and approved the "Proposal on the Additional Estimated Ordinary Connected Transactions for the Year 2025". Approved the 12 routine related-party transaction items of the Company, which are conducted by the Company and its subsidiaries in the ordinary course of business. The transaction prices are fair and reasonable, have no adverse impact on the Company, will not harm the interests of the Company and its non-related shareholders (particularly minority shareholders), and are in line with the overall interests of the Company and its shareholders. Approved to submit this proposal to the Board of Directors for deliberation.
28 October 2025	The eighth meeting of the Audit Committee for 2025	1. "Third Quarter Report of 2024 of the Company"; 2. "Proposal on the Company Entering into a Connected Transaction Agreement with Nanjing Micro Video Technology Co., Ltd. and Its Wholly-Owned Subsidiary Yuanchuang Co., Ltd. for the Digital Transformation Project of Nanjing Station on the Shanghai-Nanjing Expressway".	1. Deliberated and approved the financial statements and audit report of the Company for the third quarter of 2025, and considered that the audit report of the Company was comprehensive and true and that the information set out in the Company's audit report disclosed externally was objective and true, and agreed to submit this proposal for review at the 16th meeting of the 11th session of the Board of Directors. 2. Deliberated and approved the "Proposal on the Company Entering into a Connected Transaction with Jiangsu Yuanchuang Transportation Engineering Technology Co., Ltd. and Nanjing Micro Video Technology Co., Ltd. for the Nanjing Mainline Station System Capacity Enhancement Project". This connected transaction followed the principles of openness, fairness, and impartiality in the market. The pricing mechanism was reasonable, the procedures were standardized and transparent, the transaction price was fair, and there was no situation that would harm the interests of the company and non-related shareholders. The deliberation and decision-making procedures for this connected transaction complied with the requirements of relevant laws, regulations, and the Company's internal rules and regulations. Therefore, the Audit Committee unanimously agreed to submit the connected transaction to the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
9 December 2025	The ninth meeting of the Audit Committee for 2025	1. "Proposal on Signing a Property Leasing Agreement between the Company and Jiangsu Railway Group Co., Ltd."; 2. "Proposal on the Connected Transaction of Signing the Ning-Zhen Section UAV Application Pilot Project between the Company and Jiangsu Aviation Industry Group Co., Ltd."; 3. "Proposal on the Connected Transaction of Signing the 2026-2028 Power Purchase and Sale Agreement between the Company and Nantong Tiandian Xinxing Energy Co., Ltd."; 4. "Proposal on the Connected Transaction of Signing the Huanning Smart Capacity Expansion Project Contract with the Consortium of JSTI Group Co., Ltd. and Nanjing Micro Video Technology Co., Ltd.".	1. Deliberated and approved the "Ordinary Related Transaction Proposal on the Signing of a Housing Leasing agreement between the Company and Railway Group Company", agreeing the Company to sign a housing leasing agreement with Railway Group Company, under which the lease period is from 1 January 2026 to 31 December 2027, an annual rent of RMB4,053,113, with the total rent of RMB8,106,226, and authorising the Company's executive directors to handle subsequent matters; and agreed to submit this proposal to the 17th meeting of the 11th session of the Board of Directors for deliberation. 2. Deliberated and approved the "Proposal on the Connected Transaction of the UAV Application Pilot Project for the Nanjing-Zhenjiang Section between the Company and Aviation Industry Group". This connected transaction was based on the project service fee pricing assessment report provided by a third-party consulting firm. Based on factors such as the actual project requirements, technical complexity, market price levels for similar services, and cost structure, the report conducted a professional assessment and calculation of the various service fees. The pricing methodology is reasonable, the estimation scope is comprehensive, and the basis is sufficient; and it was agreed to submit this proposal for deliberation at the 17th meeting of the 11th session of the Board of Directors. 3. Deliberated and approved the "Proposal on the Connected Transaction of Signing the 2026-2028 Power Purchase and Sale Agreement between the Company and Nantong Tiandian Xinxing Energy Co., Ltd.". The Company adopted the electricity sales model of Nantong Tiandian Xinxing Energy Co., Ltd., which complied with the national power market reform policy. The transaction model was legal and compliant. This model was expected to deliver significant electricity cost savings for the Company, supported by sound commercial rationale and economic substance; and agreed to submit this proposal for deliberation at the 17th meeting of the 11th session of the Board of Directors. 4. Deliberated and approved the "Proposal on the Connected Transaction of Signing the Huanning Smart Capacity Expansion Project Contract with the Consortium of JSTI Group Co., Ltd. and Nanjing Micro Video Technology Co., Ltd." The implementation of this project was necessary, and the procurement process was standardised, transparent, and in compliance with the Company's procurement management system and relevant regulatory requirements. The quotation submitted by the related party, Nanjing Micro Video Technology Co., Ltd., for its relevant portion is the lowest valid bid, and the transaction pricing is fair. It was recommended that the management strengthen supervision during subsequent contract execution and project management to ensure project quality, control costs, and achieve the expected construction objectives; and agreed to submit this proposal for deliberation at the 17th meeting of the 11th session of the Board of Directors.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(III) During the Reporting Period, the Nomination Committee held 2 meetings

The Nomination, Remuneration and Appraisal Committee established by the Company in 2001 was split into the Nomination Committee and the Remuneration and Appraisal Committee in 2012 as required by the Stock Exchange. Its current members comprise 5 directors. The convenor is Mr. SUN Lijun, an independent non-executive director. Members include Ms. XIE Mengmeng, Mr. YANG Shaojun, Mr. XU Guanghua and Mr. GE Yang. There are 2 non-executive directors and 3 independent non-executive directors.

The Nomination Committee is primarily responsible for studying the Company's human resources development strategies and plans, and for reviewing and making recommendations regarding the candidates, qualifications, selection criteria, and appointment procedures for directors and members of senior management. The Nomination Committee comprehensively considers various factors such as skills, knowledge, experience, gender, age, cultural and educational background, and widely identifies individuals with suitable qualifications to serve as directors and senior management personnel within the Company, its controlling (shareholding) enterprises, and the talent market. It collects information on the candidates' professional background, academic qualifications, professional titles, detailed work experience, and all concurrent positions, compiling written materials. The Committee convenes meetings to review the qualifications of the shortlisted candidates based on the appointment criteria for directors and senior management personnel. One to two months prior to the election of new directors and the appointment of new senior management personnel, it submits recommendations and relevant materials regarding director candidates and new senior management appointees to the Board of Directors.

The Nomination Committee held 2 meetings during the Reporting Period. The Nomination Committee reviews the qualifications of directors, evaluates the structure, number and composition of the Board of Directors, and pays attention to the improvement of diversity. As of the date of this report, there are 12 members of the eleventh session of the Board of Directors of the Company, including one executive director and six non-executive directors. Five of the non-executive directors were appointed by the Company externally, including one who is a well-known person in Hong Kong, and five independent non-executive directors, which guarantees sufficient independence of the Board of Directors. The Board of Directors is comprised of persons at different ages and with different work experience and academic background, including one female director, which guarantees the diversity of the board members, which helps the board analyze and discuss issues from multiple perspectives. The Nomination Committee places emphasis on the development and cultivation of senior management and succession talent. For changes in senior management and certain professional staff, the Committee comprehensively evaluates candidates' educational background, professional qualifications, experience, and independence, follows the relevant nomination procedures, and submits the candidates to the Board for review after deliberation by the Nomination Committee. The appointment of the proposed senior management and professional staff takes effect upon review and approval by the Board. For information on the gender ratio of all employees (including senior management) of the Company, please see the disclosure under "(I) Staff profile" of "V. Details of Staff of the Parent Company and Its Major Subsidiaries at the End of the Reporting Period".

The Board of Directors of the Company has adopted a set of board diversity policy, which sets out the approach to achieving board diversity. In considering the diversity of board members, the Company will take into account a number of aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and tenure of service to achieve board diversity. Under the board diversity policy, the Committee continues to cultivate and seek talents that promote board diversity, building up a talent pool of potential director successors. All board appointments consider candidates on the basis of merit and contribution and objective conditions, and carefully consider the benefits of board diversity. The Nomination Committee regularly reviews the policy to discuss whether any amendments are necessary and to recommend to the Board of Directors any such amendments for consideration and approval.

After reviewing the board diversity policy and the composition of the Board of Directors, the Nomination Committee is satisfied that all the requirements set out in the diversification policy have been met.



CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name of Director	Whether he/she is an independent non-executive director	Number of Nomination Committee meeting required to attend during the Reporting Period	Number of Attendance
SUN Lijun	Yes	2	2
XIE Mengmeng	No	2	2
YANG Shaojun	No	2	2
GE Yang	Yes	2	2
XU Guanghua	Yes	2	2

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
25 March 2025	The first meeting of the Nomination Committee for 2025	"Report on the Performance of Duties of the Nomination Committee in 2024"	Agreed to the 2024 Performance Report of the Nomination Committee and submit this report to the Board of Directors for review.
27 April 2025	The second meeting of the Nomination Committee for 2025	"Proposal on the Appointment of Senior Management of the Company"	Deliberated and proposed the appointment of Mr. ZHU Yuanjun as deputy general manager of the Company, and submitted this proposal to the Board of Directors for deliberation.

(IV) During the Reporting Period, the Remuneration and Appraisal Committee held three meetings.

The Nomination, Remuneration and Appraisal Committee established by the Company in 2001 was split into the Nomination Committee and the Remuneration and Appraisal Committee in 2012 as required by the Stock Exchange. Its current members comprise 5 directors. The convenor is Mr. GE Yang, an independent non-executive director. Members include Ms. XIE Mengmeng, Mr. YANG Jianguo, Mr. XU Guanghua and Mr. TAN Shijun. There are 2 non-executive directors and 3 independent non-executive directors.

The Remuneration and Appraisal Committee is principally responsible for studying and formulating the Company's remuneration policies and incentive mechanism, and devising the appraisal standards for the directors and members of senior management and the performance of appraisals thereof. In accordance with the relevant regulations of the domestic and overseas securities regulatory authorities, the Remuneration and Appraisal Committee proposed remuneration scheme recommendations to the Board taking into account the average remuneration levels in different markets and the actual circumstances of the Company, which was subject to final review and approval by the shareholders' meeting of the Company.

During the Reporting Period, the Remuneration and Appraisal Committee held three meetings. The Remuneration and Appraisal Committee makes recommendations to the Board of Directors on the remuneration of the Company's directors, supervisors and senior management in 2025. The Committee assessed and evaluated the performance of each Director and the Company's management for the year 2025, and concluded that all Directors had faithfully fulfilled their duties of honesty, diligence and due care, and had conscientiously honoured their service contracts. They devoted the requisite attention and sufficient time to the Company's affairs, fully leveraging their professional expertise and experience to assist the Board in making scientific and efficient decisions, thereby ensuring the realisation of the Company's best interests. The Company's management demonstrated professionalism and commitment, successfully accomplishing the various annual operational and management objectives set by the Board at the beginning of the year. The committee has examined the remuneration information of the directors, supervisors and senior management disclosed by the Company in this annual report and is of the view that the data disclosed is true and accurate. Besides, none of the directors, supervisors or senior management of the Company held any shares, share options or being granted restricted shares of the Company, and currently, the Company has not adopted any share incentive schemes.

The committee has approved the terms of the service contract of executive directors and ensured that none of the directors or any of their associates participated in the determination of their own remuneration.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Name of Director	Whether he/she is an independent non-executive director	Number of Nomination Committee meetings required to attend during the Reporting Period	Number of Attendance
GE Yang	Yes	3	3
XIE Mengmeng	No	3	3
YANG Jianguo	No	3	3
XU Guanghua	Yes	3	3
TAN Shijun	Yes	3	3

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
13 January 2025	The first meeting of the Remuneration and Appraisal Committee for 2025	"Proposal on Approving the 2024 Annual Remuneration Levels for the Principal Responsible Persons of the Subsidiaries" and "Proposal on Approving the 2024 Annual Total Wage of the Subsidiaries"	1. Approved the "Proposal on Approving the 2024 Annual Remuneration Levels for the Principal Responsible Persons of the Subsidiaries" and resolved to submit the proposal to the Board of Directors of the Company for consideration. 2. Approved the "Proposal on Approving the 2024 Annual Total Wage of the Subsidiaries" and resolved to submit the proposal to the Board of Directors of the Company for consideration.
25 March 2025	The second meeting of the Remuneration and Appraisal Committee for 2025	"Report on the Performance of the Remuneration and Appraisal Committee for 2024"	Approved the Report on the Performance of the Remuneration and Appraisal Committee for 2024 and resolved to submit the report to the Board of Directors for deliberation.
9 December 2025	The third meeting of the Remuneration and Appraisal Committee for 2025	"Proposal on the Payment of the 2024 Annual Performance Remuneration for the Company's Management Team", "Report on Proposed 2025 Remuneration Levels and Prior Distribution Amounts for the Principal Responsible Persons of the Subsidiaries", "Report on Proposed 2024 Performance Payment Amounts for the Principal Responsible Persons of the Subsidiaries"	1. Approved the "Proposal on the Fulfilment of 2024 Performance-Based Remuneration for Members of the Company's Management Team". The fulfilment of this performance-based remuneration accurately reflects the company's annual economic growth and the annual contributions of the management team members. It aligns with the requirements of contractual management, is supported by thorough calculation basis, and follows lawful and compliant procedures, with no harm to the interests of the company or its shareholders; agreed to submit this proposal to the company's board of directors for deliberation. 2. Approved the arrangements regarding pre-allocation amounts in the "Report on Proposed 2025 Remuneration Levels and Prior Distribution Amounts for the Principal Responsible Persons of the Subsidiaries": the committee considered these to be consistent with the Company's customary practices in remuneration management and effective in safeguarding the motivation of enterprise leaders in fulfilling their duties. The pre-allocation proposal takes into account historical levels and annual performance expectations. Subsequent settlement will be strictly based on the final assessment results for 2025. Agreed to submit this proposal to the Company's board of directors for deliberation. 3. Approved the "Report on Proposed 2024 Performance Payment Amounts for the Principal Responsible Persons of the Subsidiaries": the calculation process for the relevant fulfilment amounts is transparent and open, with a solid data foundation. It strictly adheres to the target values and scoring rules established at the beginning of the year, fully reflecting the seriousness of performance assessment and the precision of incentives. Agreed to submit this proposal to the Company's board of directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(V) During the Reporting Period, the Strategy Committee held 9 meetings.

The Strategy Committee was established in 2001. During the Reporting Period, the Committee's convener was Mr. CHEN Yunjiang, a Non-executive Director, with members including Mr. WANG Yingjian, Mr. WANG Feng, Mr. ZHANG Xinyu, Mr. MA Chung Lai, and Mr. TAN Shijun. There are 2 executive directors, 3 non-executive directors, and 2 independent non-executive directors. On 18 December 2025, Mr. ZHANG Xinyu resigned from his positions as a member of the Board Strategy Committee and an Executive Director due to a change in his work assignment.

On 3 March 2026, Mr. CHEN Yunjiang tendered his resignation from his positions as Chairman of the Board, Convener of the Board Strategy Committee, and Director of the Company due to a change in his work assignment. On 4 March 2026, the Company's 19th meeting of the 11th session of the Board of Directors reviewed and approved the appointment of Mr. WANG Feng as the convener of the Strategy Committee of the 11th session of the Board of Directors, and Mr. ZHANG Xinyu as a member of the Strategy Committee of the 11th session of the Board of Directors. As at the date of this report, the Strategy Committee comprised five directors, with Mr. WANG Feng, an executive director, serving as its convener. The members included Mr. WANG Yingjian, Mr. ZHANG Xinyu, Mr. MA Chung Lai and Mr. TAN Shijun. There are 1 executive director, 3 non-executive directors, and 1 independent non-executive director.

The primary responsibilities of the Strategy Committee are to review and assess the Company's strategic development direction, study and provide recommendations on major capital operations, asset management projects, and investment and financing plans, formulate the Company's strategic plans, monitor the implementation of strategies, improve investment decision-making processes to enhance the scientific nature of decision-making, increase the efficiency and quality of major investment decisions, and conduct independent reviews of the quality and efficiency of risk management work.

During the Reporting Period, the Strategy Committee held a total of nine meetings and provided opinions or suggestions on matters such as the Company's capital increase in its non wholly-owned subsidiary, Wufengshan Toll Bridge Company, and the capital increase in its non wholly-owned subsidiary, Danjin Company. These efforts have continuously optimised the asset structure, improved asset returns and capital efficiency, strengthened the Company's compliance awareness, enhanced risk management and anti-fraud work, and elevated the capability to serve the real economy. For the performance of the Strategy Committee in assessing and reviewing risk management work, please refer to "2. On internal audit management and internal control and risk management", Section XV. Others of this chapter.

Name of Director	Whether he/she is an independent non-executive director	Number of Strategy Committee meetings required to attend during the Reporting Period	Number of Attendance
CHEN Yunjiang (Resigned in March 2026)	No	9	9
WANG Yingjian	No	9	9
WANG Feng	No	9	9
ZHANG Xinyu (Resigned on 18 December 2025)	No	8	8
MA Chung Lai, Lawrence	No	9	9
TAN Shijun	Yes	9	9

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
13 January 2025	The first meeting of the Strategy Committee for 2025	1. "Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary, Wufengshan Toll Bridge Company". 2. "Proposal for the Company's Wholly-owned Subsidiary, YS Energy Company, to Increase Capital in the Associate Enterprise, Three Gorges YS Taizhou Hailing Power Generation Co., Ltd.".	1. Approved the "Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary, Wufengshan Toll Bridge Company". Given the strategic positioning of Wufengshan Toll Bridge Company in the current market environment and the urgent needs of its business development, this capital increase is based on confidence in the future development prospects of Wufengshan Toll Bridge Company and positive expectations for its ability to maintain long-term stable operations. This capital increase not only significantly enhanced the capital strength of Wufengshan Toll Bridge Company but also aligned closely with the Group's overall strategic planning and long-term development objectives. Based on the above considerations, we unanimously agreed to submit this proposal to the Board of Directors for deliberation. 2. Approved the "Proposal for the Company's Wholly-owned Subsidiary, YS Energy Company, to Increase Capital in the Associate Enterprise, Three Gorges YS Taizhou Hailing Power Generation Co., Ltd.". As the leading proponent, YS Energy Company leveraged its professional capabilities to implement advanced distributed photovoltaic power generation solutions. This not only substantially expanded the application scope of clean energy, establishing a new benchmark for "green ecology, intelligent management, and zero-carbon emissions" on expressways, but also enhanced economic returns and profitability. It laid a solid foundation and injected strong momentum for the Group's overall green and low-carbon transformation strategy; therefore, we agreed to submit this proposal to the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
25 March 2025	The second meeting of the Strategy Committee for 2025	1. Performance Report of the Strategy Committee for 2024; 2. The Company's ESG Report for 2024; 3. Proposal on the Company's Registration and Issuance of Medium-Term Notes; 4. Proposal on the General Mandate for the Issuance of Additional A Shares or H Shares of the Company; 5. Proposal on the ESG Work Action Plan in 2025.	1. Approved the 2024 Performance Report of the Company's Strategy Committee and submitted this report to the Board of Directors for approval. 2. Approved the 2024 ESG Report and submitted this report to the Board of Directors for approval. 3. Approved the "Proposal on the Company's Registration and Issuance of Medium-Term Notes", agreeing that the Company register and issue medium-term notes with a total scale not exceeding RMB4 billion (inclusive), to be issued in one or multiple tranches within the validity period of the registration; and resolved to submit this proposal to the Board of Directors for deliberation. 4. Approved the "Proposal on the General Mandate for the Issuance of Additional A Shares or H Shares of the Company" to support the Company's business development, enhance its capital strength and overall competitiveness, while providing the Company with greater financing flexibility to respond to market changes and strategic needs; and to resolved to submit this proposal to the Board of Directors for deliberation. 5. Approved the "Proposal on the ESG Work Action Plan in 2025". Through this action plan, management was required to strictly implement various tasks and report progress regularly. At the same time, it was recommended to further refine the linkage mechanism between ESG indicators and business performance assessments to ensure that resource allocation is dynamically aligned with goal achievement, continuously improving the company's ESG performance and market competitiveness. This proposal was agreed to submit to the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
27 April 2025	The third meeting of the Strategy Committee for 2025	"Proposal for Jiangsu Yunshan Green Energy Investment Holding Company Limited (Wholly-Owned Subsidiary of the Company) to Increase Capital in Sujiakong Clean Energy Jiangsu Company (Wholly-Owned Subsidiary of the Jiangsu Yunshan Green Energy Investment Holding Company Limited)"	Approved "Proposal for Jiangsu Yunshan Green Energy Investment Holding Company Limited (Wholly-Owned Subsidiary of the Company) to Increase Capital in Sujiakong Clean Energy Jiangsu Company (Wholly-Owned Subsidiary of the Jiangsu Yunshan Green Energy Investment Holding Company Limited)". Approved the capital increase proposal. This capital increase significantly enhanced the financial strength and risk resilience of Sujiakong Clean Energy Jiangsu Company, providing it with broader scope and more ample resource guarantees in areas such as project expansion, technological research and development, and team building. Simultaneously, it assisted Sujiakong Clean Energy Jiangsu Company in better seizing market opportunities, accelerating the investment and construction progress of transportation-energy integration projects, driving the company's business towards leapfrog development, providing robust support for the company's green and low-carbon transformation strategy, creating greater economic and social benefits. This proposal was submitted to the Board of Directors for deliberation.
22 May 2025	The fourth meeting of the Strategy Committee for 2025	"Proposal for the Company to Increase Capital in Its Non Wholly-Owned Subsidiary, Jiangsu Xitai Expressway Co., Ltd."	Approved the "Proposal for the Company to Increase Capital in Its Non Wholly-Owned Subsidiary, Jiangsu Xitai Expressway Co., Ltd.". The "General Contracting + Equity Investment" model organically integrated project construction with capital operations, representing a forward-looking and innovative attempt. This model not only attracted enterprises with professional construction capabilities to participate in the project, ensuring project quality and progress, but also introduced strategic investors with financial strength and industry resources, providing diversified financial support and advanced management experience for the project. It aligned with the Company's strategic development needs, demonstrating feasibility and necessity. This proposal was submitted to the Board of Directors for deliberation.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
24 July 2025	The fifth meeting of the Strategy Committee for 2025	"Proposal on Extending the Duration of the Luode Huizhi Fund Held by Ninghu Investment Company"	Approved the "Proposal on Extending the Duration of the Luode Huizhi Fund Held by Ninghu Investment Company", agreeing to extend the duration of the Luode Huizhi Fund by five years until 3 August 2030. The Company's decision to extend the fund term is based on a comprehensive evaluation of real estate market conditions and the status of investment projects. This action does not modify existing equity interests and poses no detriment to the interests of minority shareholders.
29 September 2025	The sixth meeting of the Strategy Committee for 2025	"Resolution on the Participation of the Company's Wholly-Owned Subsidiary, Jiangsu Longtan Bridge Co., Ltd., in the Investor Tender for the Nanjing Metropolitan Area Ring Expressway (Provincial Highway 338 to the Shanghai-Chengdu Expressway Section)"	Approved "Resolution on the Participation of the Company's Wholly-Owned Subsidiary, Jiangsu Longtan Bridge Co., Ltd., in the Investor Tender for the Nanjing Metropolitan Area Ring Expressway (Provincial Highway 338 to the Shanghai-Chengdu Expressway Section)". This project constitutes a critical link in the Yizheng-Lutang Expressway. Its construction will effectively connect key trunk routes such as the Shanghai-Nanjing Expressway, significantly enhancing the connectivity and radiating capacity of the Company's existing and planned road network in southern Jiangsu. It represents a strategic initiative to optimise the regional road network structure and strengthen the Company's dominance within its network. The Committee considers that participating in the investment and construction of this project is an important decision for the Company to seize opportunities in regional transport infrastructure development, optimise its asset structure, and enhance its core competitiveness. The project possesses significant strategic value, its economic evaluation is fundamentally viable, and its implementation plan is operable.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
28 October 2025	The seventh meeting of the Strategy Committee for 2025	"Proposal for the Company to Increase Capital in Non Wholly-Owned Subsidiary, Jiangsu Danjin Expressway Co., Ltd."	Approved the "Proposal for the Company to Increase Capital in Non Wholly-Owned Subsidiary, Jiangsu Danjin Expressway Co., Ltd.". This proposal aligned with the Company's long-term development strategy and constituted a critical measure to ensure the smooth progress of major projects, demonstrating sufficient necessity and urgency. Consequently, following deliberation, the Strategy Committee unanimously considered that this proposal served the overall interests of the Company and all its shareholders.
9 December 2025	The eighth meeting of the Strategy Committee for 2025	1. "Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary, Jiangsu Longtan Bridge Co., Ltd. and Invest the Construction of a Highway Project"; 2. "Proposal Regarding the Establishment of a Subsidiary by the Jiangsu Yunshan Green Energy Investment Holding Company Limited (Non Wholly-Owned Subsidiary of the Company) to Carry Out Preliminary Work for a 150MW Crab-Light Complementary Project".	1. Approved the "Proposal for the Company to Increase Capital in its Non Wholly-Owned Subsidiary, Jiangsu Longtan Bridge Co., Ltd. and Invest the Construction of a Highway Project". This project aligned with national regional development strategies and the Company's direction for expanding its core business, possessing significant strategic value. The investment plan was designed with prudence, the funding arrangements were reasonable, and financial projections indicated that the project possesses long-term economic viability, with expected returns capable of generating sustained value for shareholders. The risks associated with the project implementation process were generally controllable. It was recommended that, upon approval, the Board authorises the management to organise and implement the project within the established framework, and to strengthen risk management throughout the entire process of project construction and operation, ensuring the achievement of strategic objectives and economic benefits. Based on the above, the Strategy Committee approved the proposal and recommended that it be submitted to the Company's Board of Directors for deliberation and approval.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
			2. Approved the "Proposal Regarding the Establishment of a Subsidiary by the Jiangsu Yunshan Green Energy Investment Holding Company Limited (Non Wholly-Owned Subsidiary of the Company) to Carry Out Preliminary Work for a 150MW Crab-Light Complementary Project" to carry out the 150MW crab-light complementary project at the entrance and exit of the Xiaohuangshan Service Area in Changzhou. The strategic positioning was clear and aligned with national policy guidance, the Company's clean energy development strategy, and the need for synergy with the core business. Preliminary economic benefit assessments indicated the feasibility of this project. Proceeding with preliminary work through the establishment of a subsidiary was a prudent step, which facilitated risk control and in-depth deliberation. Based on the above, the Strategy Committee approved the proposal and recommended that it be submitted to the Company's Board of Directors for deliberation and approval.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Dates	Content of meetings	Important comments and suggestions	Other performance of duties
29 December 2025	The ninth meeting of the Strategy Committee for 2025	"Proposal for the Company to Increase Capital in Non Wholly-Owned Subsidiary, Jiangsu Danjin Expressway Co., Ltd."	1. Approval of the "Proposal for the Company to Increase Capital in Non Wholly-Owned Subsidiary, Jiangsu Danjin Expressway Co., Ltd.". This initiative adopted the "General Contracting + Equity Investment" model to introduce social capital, representing an innovative practice in actively responding to Jiangsu Province's policy direction of encouraging social capital participation in transportation infrastructure development. This model helped optimise the project's capital structure, alleviated immediate funding pressure on shareholders, and aligned with the direction of market-oriented reforms. The introduction of social capital was completed through an open bidding process, which was legal and compliant. The winning bidder was qualified and had the corresponding ability to perform its obligations and its investment strength. The capital increase plan clearly specified the capital contribution amount, equity ratio, and phased funding schedule for each investor. It aligned with the project's actual funding requirements, was reasonably arranged, and served the Company's overall interests and strategic development needs. The Committee approved to submit this proposal to the Board of Directors for deliberation.

(VI) Details of disagreements

☐ Applicable

☒ Not Applicable

IV. EXPLANATION ON RISKS OF THE COMPANY DISCOVERED BY THE AUDIT COMMITTEE

☐ Applicable

☒ Not Applicable

The Audit Committee raised no objection to the supervision issues during the Reporting Period.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

V. DETAILS OF STAFF OF THE PARENT COMPANY AND ITS MAJOR SUBSIDIARIES AT THE END OF THE REPORTING PERIOD

(I) Staff profile

Number of current staff in the parent company	3,478
Number of current staff in the major subsidiaries	985
Total number of current staff	4,463
Number of resigned and retired staff whose expenses shall be borne by the parent company and its major subsidiaries	29

Composition	
Category	Headcount (based on job nature)
Production staff	3,576
Sales staff	17
Technicians	105
Financial staff	89
Administrative staff	676
Total	4,463

Education level	
Category of education level	Headcount (Persons)
University degree or above	1,839
Tertiary	1,412
Vocational or below	1,212
Total	4,463

Gender	
Male	2,693
Female	1,770
Total	4,463

Age	
30 or below	203
31–40	1,454
41–50	2,025
51 or above	781
Total	4,463

As at the end of the Reporting Period, among all employees of the Company (excluding senior management), male employees accounted for approximately 60.35%, and female employees accounted for approximately 39.65%. Among all employees of the Company (including senior management), male employees accounted for approximately 60.34%, and female employees accounted for approximately 39.66%. Among senior management, male employees accounted for approximately 80%, and female employees accounted for approximately 20%.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

The Company consistently upholds the principle of gender diversity in recruitment and staff training, fostering an open and inclusive corporate culture. The proportion of women in senior management and the overall workforce is regarded as a key performance indicator. From a strategic decision-making perspective, the Company provides all employees with growth opportunities, including training programmes, internal trainer roles, and cross-functional secondments. These initiatives actively create sustainable development space for all staff, ensuring that the fruits of the Company's development are shared by the entire workforce, thereby enhancing employees' sense of belonging and well-being. The Company currently maintains a healthy talent structure, with no challenges that would diminish gender diversity or require specific mitigation measures.

(II) Remuneration policy

☒ Applicable ☐ Not Applicable

During the Reporting Period, the Group thoroughly implemented the deployment requirements for state-owned enterprise reform, closely integrated with the practical realities of the road and bridge industry, and continued to deepen the reform of the remuneration management mechanism. The Group comprehensively implemented the "position-based remuneration, performance-based remuneration" distribution mechanism, effectively stimulating the vitality of employees in pursuing business and innovation.

By establishing and refining a diversified incentive system encompassing remuneration incentives, performance evaluation, and welfare benefits, the Group has effectively mobilised the enthusiasm, initiative, and creativity of its employees. During the Reporting Period, the total employee compensation amounted to approximately RMB917.4517 million, which genuinely reflects the Group's full respect for and reasonable return on the value of its employees. Concurrently, the Group actively built a platform for talent development, promoting multi-position experience and multi-dimensional enhancement for employees through various means such as secondments, shadowing programmes, and talent recruitment, thereby comprehensively strengthening their professional capabilities and overall competencies. During the Reporting Period, the Group cultivated and recruited a group of high-quality talents, injecting new momentum into high-quality development and fostering a positive environment that "respects talent, encourages innovation, and supports growth".

Moving forward, the Group will continue to deepen the reform of talent development systems and mechanisms, continuously expand career development opportunities, and improve mechanisms for talent cultivation, recruitment, utilisation, and motivation, thereby providing robust talent support and intellectual assurance for the Group's sustained and healthy development.

(III) Training programs

☒ Applicable ☐ Not Applicable

As the 14th Five-Year Plan draws to a close, employees, as the core force driving the Group's operational development, play a crucial role in achieving the Group's strategic objectives, with their quality and capability enhancement being of paramount importance. Aligned with its development plans, talent requirements, and the actual composition of its workforce, the Group adheres to the principles of tailored training and practical effectiveness. It has meticulously established a multi-tiered and hierarchical comprehensive training system covering senior management, middle-level and supervisory personnel, newly promoted managers, and grassroots young key employees. On one hand, the Group organises training for the management team to instil new development concepts, foster new development paradigms, balance the relationship between reform, development, and stability, and lead the enterprise towards high-quality development. It also arranges competency training for middle-level and key management personnel in batches, drawing on best practices from benchmark enterprises to enhance management efficiency and decision-making capabilities. On the other hand, the Group conducts capability enhancement training for dispatchers and toll collectors, focusing on the operational areas of team leaders, grassroots, and maintenance management personnel to improve employees' professional competence and technical skills. It places particular emphasis on organising certification training for safety and specialised operations personnel, ensuring a 100% certification rate for relevant positions. In response to the national strategy for skilled talent, the Group provides comprehensive training for all technical positions, achieving full certification, and offers specialised training for drone operators. During the Reporting Period, the Group invested approximately RMB13,796,800 in training, covering employees at all levels. This systematic training programme has strengthened employees' sense of responsibility, enhanced their comprehensive capabilities, and improved the talent team empowerment construction, thereby providing robust talent support and intellectual assurance for the Group's sustainable and rapid development during the concluding year of the 14th Five-Year Plan and beyond.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

1. Contracts with directors

Apart from entering into service contracts with the executive directors, the Company has also entered into engagement letters with each of the other directors. The contents of such contracts were the same in all material respects. The term of such contracts commenced from the date of convening the 2023 annual general meeting (or the appointment date) until the date of convening the 2026 annual general meeting (Note). The Company, the directors may terminate the contracts by giving not less than three months of prior notice in writing. Save as the abovementioned, none of the directors has entered into or intends to enter into any service contracts with the Company determinable by the employer within one year with payment of compensation (other than statutory compensation). No Director has a service contract with the Company which is not determinable by the Company within one year without payment of compensation (other than statutory compensation) and who is due to stand for re-election at the next annual general meeting.

Note: Mr. ZHANG Xinyu resigned as an executive Director on 18 December 2025 and was appointed as a non-executive Director (Employee Director) on 31 December 2025. He entered into a letter of appointment with the Company for a term commencing on 31 December 2025 and ending on the date of the 2026 annual general meeting. Mr. CHEN Yunjiang resigned on 3 March 2026.

2. Interests of directors and supervisors in contracts

During the Reporting Period, there was no transaction, arrangement or contract of significance to the Group in which any director or supervisor or any entity related/connected with a director or a supervisor was, either directly or indirectly, materially interested; or there was no transaction, arrangement or contract of the Group in which a director, directly or indirectly, had material interests.

3. Declarations and undertakings of directors, supervisors and senior management

During the Reporting Period, the directors, supervisors and members of senior management of the Company have signed the letters of declaration and undertaking in accordance with the requirements of Listing Rules of the SSE.

4. Loan or loan guarantee granted to directors, supervisors and members of senior management

During the Reporting Period, the Company did not directly or indirectly grant any loan or quasi-loan to the directors or supervisors of the Company or its Controlling Shareholder, bodies corporate controlled by such directors or supervisors or entities related/connected with such directors or supervisors, and did not enter into credit transactions with them or provide guarantee or security to them; and there was no such transaction entered into by any subsidiaries of the Company for their directors or supervisors.

5. Model Code for Securities Transactions by directors

According to enquiries with all of the directors and former supervisors, the directors and former supervisors of the Company have complied with the provisions on securities transactions under the Model Code for Securities Transactions by Directors of Listed Issuers under Appendix C3 of the Hong Kong Listing Rules during the Reporting Period. The Company has formulated the Model Code for Securities Transactions by Directors, Supervisors, Senior Management and Relevant Employees to ensure the relevant personnel's compliance with this Code in carrying out securities transactions.

6. Securities transactions entered into by the directors, supervisors and members of senior management

During the Reporting Period, there was no record showing that any directors, supervisors, chief executives or key members of senior management of the Company or any of their respective related/connected parties held any interests in the registered capital of the Company and its subsidiaries or associated companies subject to disclosure under the SFO or the Model Code for Securities Transactions by Directors of Listed Issuers.

During the Reporting Period, the Company and its subsidiaries and associated companies did not make any arrangements to grant to any of the directors, supervisors or members of senior management, or any of their respective related/connected parties (including their spouses and children under 18 years of age) any rights to subscribe for the equity or debenture of the Company, its subsidiaries or its associated corporations to acquire benefits.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

7. Training for director and members of senior management

To enhance the corporate governance awareness of the Directors and senior management, the Company's Board of Directors has consistently monitored the governance requirements of the securities regulatory authorities and promptly communicated such requirements to the Directors and senior management. Meanwhile, the Company Secretary has also arranged for the relevant Directors and senior management to attend seminars and training courses, including teleconferences organised by the Securities and Futures Commission and thematic training sessions conducted by the China Securities Regulatory Commission, to facilitate their continuous professional development.

Name	Director's responsibilities/ environmental, Social and corporate governance (Hours)	Laws, regulations and listing rules (Hours)	The Group's operations (Hours)	Total (Hours)
Directors				
CHEN Yunjiang	6	7	4.5	17.5
WANG Feng	6.5	8	4.5	19
ZhANG Xinyu	6	6	4.5	16.5
WANG Yingjian	5	7	4.5	16.5
XIE Mengmeng	5	6.5	4.5	16
YANG Shaojun	6	6	4.5	16.5
Yang Jianguo	6	6	4.5	16.5
MA Chung Lai, Lawrence	6.5	5	4.5	16
XU Guanghua	6.5	5	4.5	16
GE Yang	6	5	4.5	15.5
GU Zhaoyang	5.5	6	4.5	16
TAN Shijun	5.5	5.5	4.5	15.5
SUN Lijun	5	17	4.5	26.5
Members of Senior Management				
YANG Dengsong	6.5	6	4.5	17
CHEN Jinjia	7	8	4.5	19.5
YU Changliang	6	7	4.5	17.5
YU Man	6.5	7	4.5	18
ZHU Yuanjun	5	4	3	12

8. Directors' interests in competitive businesses

None of the directors has interests as stipulated in Rule 8.10 of the Hong Kong Listing Rules. Such interests refer to the interests either in the Company's businesses or another business which competes or is likely to compete with the Company's businesses.

9. Permitted indemnity provisions for directors

There is no permitted indemnity provision in favor of one or more (former and existing) directors of the Company (or the Company's associated company(ies)) or of his/their associated company(ies).

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(IV) Outsourcing of labour

☒ Applicable ☐ Not Applicable

Total working hours of outsourced labour	1 year
Total remuneration paid to outsourced labour (RMB10,000)	3,099.46

Note: "Total remuneration paid to outsourced labour" herein is the cost related to labour dispatch.

VI. PROFIT DISTRIBUTION PLAN OR PLAN FOR THE CONVERSION OF SURPLUS RESERVES INTO SHARE CAPITAL

(I) Formulation, implementation and adjustment of cash dividend distribution policies

☒ Applicable ☐ Not Applicable

During the Reporting Period, the Company strictly complied with the cash dividend distribution policy as stipulated in the Articles of Association, which fully protected the legitimate rights and interests of minority shareholders. Independent directors also expressed their independent opinions on the profit distribution plan. Upon approval at the Company's 2024 annual general meeting held on 27 June 2025, the Company's profit distribution plan for 2024 was as follows: based on the total share capital of 5,037,747,500 shares as at the end of 2024, a cash dividend of RMB0.49 (tax inclusive) per share would be distributed, totaling of RMB2,468,496,275 (tax inclusive).

(II) Special note on the cash dividend distribution policy

☒ Applicable ☐ Not Applicable

Whether it complies with the provisions of the Articles of Association or requirements of resolutions in shareholders' general meetings	☒ Yes ☐ No
Whether the standards and ratio of dividends are clear and definite	☒ Yes ☐ No
Whether the relevant decision-making procedures and mechanisms are complete	☒ Yes ☐ No
Whether the independent directors have tried their best to perform their duties and duly fulfilled their roles	☒ Yes ☐ No
Whether the minority shareholders have sufficient opportunity to express their views and appeals; whether their legitimate rights and interests are fully protected	☒ Yes ☐ No

(III) Profits are made during the Reporting Period and the parent company's profits distributed to ordinary shareholders are positive. If the proposal on distribution of cash profit of ordinary shares is unavailable, the Company shall disclose in detail the causes thereof as well as purpose and use plan of the undistributed profit

☐ Applicable ☒ Not Applicable

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(IV) Information on profit distribution and conversion of surplus reserves into share capital for the Reporting Period

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Number of bonus shares for every 10 shares	–
Dividend payout per 10 share (yuan) (tax inclusive)	4.90
Number of shares reversed to equity for every 10 shares	–
Cash dividend amount (tax inclusive)	2,468,496,275.00
Net profit attributable to ordinary shareholders of the listed company in the consolidated report	4,593,870,605.31
The percentage of cash dividend amount to the net profit attributable to ordinary shareholders of the listed company in the consolidated report (%)	53.73
Amount of shares repurchased in form of cash and accounted into cash dividend	–
Total dividend amount (tax inclusive)	2,468,496,275.00
Combined dividend amount as a percentage of net profit attributable to ordinary shareholders of the Company in the consolidated report (%)	53.73

(V) Cash dividends for the past three fiscal years

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Cumulative cash dividend amount (tax inclusive) for the last three fiscal years (1)	7,304,733,875.00
Cumulative repurchase and write-off amount for the last three fiscal years (2)	0
Cumulative amount of cash dividends and repurchase and write-off for the last three fiscal years (3)=(1)+(2)	7,304,733,875.00
Amount of average annual net profit for the last three fiscal years (4)	4,651,277,932.67
Cash dividend ratio for the last three fiscal years (%) (5)=(3)/(4)	157.05
Net profit attributable to ordinary shareholders of the listed company in the consolidated report of the most recent financial year	4,593,870,605.31
Undistributed profit at the end of the parent company's statement for the most recent financial year	12,781,791,142.27

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

VII. INFORMATION ABOUT THE COMPANY'S SHARE INCENTIVE PLAN, EMPLOYEE STOCK OWNERSHIP PLAN OR OTHER EMPLOYEE INCENTIVE MEASURES AND THEIR IMPACTS

- (I) Relevant incentives disclosed in the temporary announcements and with no progress or change in subsequent implementation

☐ Applicable ☒ Not Applicable

- (II) Incentives which were not disclosed in the temporary announcements or with subsequent progress

Information on share incentive

☐ Applicable ☒ Not Applicable

Other explanations:

☐ Applicable ☒ Not Applicable

Information on employee stock ownership plan

☐ Applicable ☒ Not Applicable

Other incentive measures

☐ Applicable ☒ Not Applicable

- (III) The equity incentives granted to the directors and senior management during the Reporting Period

☐ Applicable ☒ Not Applicable

- (IV) Details of establishment and implementation of assessment mechanism for senior management and incentive mechanism during the Reporting Period

☒ Applicable ☐ Not Applicable

The management of the Company, comprising 1 general manager, 3 deputy general managers, 1 Secretary to the Board of Directors cum Deputy General Manager and 1 Financial Controller, is in charge of the coordination and management of the business and operation of the Group, implementation of strategies formulated by the board of directors, and decision-making and control in respect of day-to-day business and operation management, financial management and human resources management.

The Board of Directors and the Remuneration and Appraisal Committee of the Board of Directors are responsible for the appraisal of the Company's management and setting of various performance targets in terms of operating costs, profit indicators and business targets of operation management. Upon consideration and approval of the Board of Directors at the beginning of each year, the Company assigns specific tasks to various functional departments and signs letters of responsibility with the heads of departments. At the beginning of the following year, the Board of Directors evaluates the performance of management based on the achievement of various goals.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

VIII. BUILDING OF INTERNAL CONTROL SYSTEM AND ITS IMPLEMENTATION DURING THE REPORTING PERIOD

☒ Applicable ☐ Not Applicable

During the Reporting Period, the Company continued to strengthen its internal control system, focusing on key areas such as legal compliance, risk management, and quality management. It systematically advanced the improvement of institutional processes, comprehensively enhancing the standard of corporate governance and the capacity for risk prevention.

First, the Company has implemented the comprehensive optimisation of the coordinated operation mechanism for major risk control. The institutional framework centred on the “Major Risk Control Guidelines” was further refined. The “Regulations on the Management of Rules and Systems” and a series of accountability systems for violations in operational investment were issued. A review of 307 existing systems was completed, and a plan for streamlining and strengthening the framework was formulated. Concurrently, rules of procedure for major risk control discussions, a mandatory consultation mechanism, and a parallel review process for significant operational risks were established, achieving thorough monitoring and refined management in key areas.

Second, the Company systematically advanced the development of the regulatory framework and internal control system. The Company has revised and issued the “Detailed Rules for Contract Management”, updated 32 types of commonly used contract templates, and strengthened the foundation for business compliance. It comprehensively carried out the “establishment, revision, abolition, and interpretation” of regulatory documents. During the Reporting Period, six new regulations were formulated, 22 were revised, and eight were abolished. The compilation of the “List of Positional Compliance Responsibilities” for 46 modules was completed, and the compilation of the 2026 edition of the company’s regulatory documents and the “Internal Control Manual” was initiated, further enhancing the uniformity, applicability, and enforceability of the regulatory framework.

Third, the Company deepened risk identification and control alongside digital transformation. It established a comprehensive risk control system in key areas such as “major decisions, significant personnel appointments, important projects, and large-sum fund operations”, contract management, and bidding and procurement, achieving transparent monitoring and refined management. Leveraging the “Digital Jiangsu Expressway” platform, the Company has promoted the optimisation of the risk control information system by business and module, refined the application of risk checklists across seven domains and 21 categories, and enhanced capabilities in risk early warning and precise control.

Explanation of significant internal control errors during the Reporting Period

☐ Applicable ☒ Not Applicable

IX. MANAGEMENT AND CONTROL OF SUBSIDIARIES DURING THE REPORTING PERIOD

☒ Applicable ☐ Not Applicable

During the Reporting Period, the Company continued to refine the approval procedures for subsidiary proposals, further clarifying approval authorities and standardising the submission process. This has established a comprehensive, multi-layered control framework spanning from management decision-making to business execution, thereby continuously enhancing the risk prevention and control capabilities as well as governance effectiveness of its subsidiaries. Meanwhile, the initial deployment of risk monitoring platform built around investment sectors was completed with the trial operation stage initiated. Focusing on core sectors such as road and bridge business, finance, transportation and energy integration, and subsidiary management, the Company used information technology to systematically carry out information collection, dynamic monitoring, intelligent early warning and regular reporting of risk events, and promoted the extension of risk management from post-event handling to pre-event prevention and in-event control, further improving the timeliness and accuracy of risk response. Furthermore, in strict compliance with the requirements of the “Subsidiary Management Measures” imposed by the Company, subsidiaries at all levels submitted monthly reports on the progress of major projects, business operations, and key financial indicators. Based on this, the Company conducted multi-dimensional consolidation, analysis, and assessment, providing regularised support for the timely identification of potential major risks and the effective resolution of general operational issues.

Risk disclosure regarding abnormalities in the management and control of subsidiaries

☐ Applicable ☒ Not Applicable

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

X. INFORMATION ON THE INTERNAL CONTROL AUDIT REPORT

☒ Applicable ☐ Not Applicable

KPMG issued an audit report on the Company's internal control for 2025 and opined that the Company maintained, in all material respects, effective internal control over financial reporting in accordance with the Basic Standard for Enterprise Internal Control and relevant requirements as at 31 December 2025. The full text of the 2025 internal control audit report has been published on the websites of the SSE (www.sse.com.cn), the Stock Exchange (www.hkexnews.hk) and the Company (www.jsexpressway.com).

Whether to disclose the internal control audit report: Yes

Type of opinion on the internal control audit report: standard unqualified opinion

Whether a non-standard opinions audit report on internal control was issued for the Reporting Period or the last year

☐ Yes ☒ No

XI. RECTIFICATION OF SELF-INSPECTION PROBLEMS IN THE SPECIAL ACTION FOR CORPORATE GOVERNANCE OF LISTED COMPANIES

In response to the occasional issues that the Company's directors and supervisors were unable to attend the meeting in person during the 2021 self-examination of the special action on the governance of listed companies, the Company used remote video conferencing to actively solve related problems to ensure that directors and supervisors perform their duties and play their full role in corporate governance.

XII. ENVIRONMENTAL INFORMATION OF LISTED COMPANIES AND THEIR MAJOR SUBSIDIARIES INCLUDED IN THE ENVIRONMENTAL INFORMATION DISCLOSURE LIST IN ACCORDANCE WITH THE LAW

☐ Applicable ☒ Not Applicable

Other explanations

According to the "2025 Nanjing Corporate Environmental Information Disclosure List," the Group is not included among the enterprises required to disclose environmental information in accordance with the law. During the Reporting Period, the Company strictly complied with laws, regulations and rules such as the "Environmental Protection Law of the People's Republic of China," the "Environmental Protection Tax Law of the People's Republic of China," the "Energy Conservation Law of the People's Republic of China," the "Water and Soil Conservation Law of the People's Republic of China," the "Soil Pollution Prevention and Control Law of the People's Republic of China," and the "Jiangsu Province Energy Conservation Regulations". The Company has improved its environmental management system, strengthened the bottom line for environmental risks, reduced pollution emissions, and no environmental violation penalties occurred.

(I) Information on emission

The Group has formulated the "Detailed Rules for the Management of 'Three Wastes'", comprehensively reviewing and identifying the four major categories of pollution sources—waste gas, wastewater, solid waste, and noise—in the main business operations of its affiliated units. All units strictly comply with national and local environmental protection laws and regulations to ensure stable and compliant discharge of various pollutants.

In terms of exhaust emission reduction: High priority is attached to the control and management of waste gas to mitigate the impact of waste gas emissions on the surrounding environment. We have taken measures to enhance the greening construction and daily maintenance of roadbed slopes and the outer sides of the side ditch to effectively alleviate the pollution from vehicle exhaust on air quality along the routes. Continuous efforts were also made to ensure that the roads are unobstructed, promote non-stop tolling, effectively shorten the idling time of vehicles, and thus reduce the total amount of exhaust emissions. Meanwhile, kitchens in all office and service premises are equipped with oil fume purification and discharge devices that comply with the "Emission Standard for Cooking Fume" (GB18483-2001). These devices are maintained to operate stably and undergo regular cleaning to ensure compliant discharge of oil fumes.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

In terms of sewage treatment: The relevant national laws and regulations on sewage treatment are strictly enforced, and a sound sewage treatment management system is established. Integrated underground sewage treatment equipment have been constructed and put into operation to ensure clean discharge of sewage and minimise the impact on the surrounding environment through advanced processes. Regular maintenance and inspection of wastewater treatment facilities are carried out in accordance with specifications to ensure stable and efficient operation of the equipment. Continuous efforts are made to strengthen the treatment of domestic sewage and the monitoring and control of water quality. For stations with suitable conditions, production and domestic sewage are connected to the municipal sewage network for unified treatment. For stations without access to such networks, treated water that meets the standards is reused for greening and irrigation, achieving the recycling of water resources. During the Reporting Period, sewage discharge complied with the standards.

In terms of noise reduction: Priority is given to the use of low-noise road surface materials as the primary noise reduction method to fundamentally reduce noise generation. Combined with the characteristics of the project and the surrounding natural environment, the green isolation belt is scientifically designed to build an ecological noise barrier, effectively blocking the spread of noise. Key nodes such as dense road sections and parallel roads are accurately set up with sound barrier facilities to form a three-dimensional sound insulation protection system. Highway operating vehicle alarm devices are replaced with directional horns to control the sound range and direction. If the active control measures still fail to meet the quality standards for outdoor sound environment, passive protection facilities such as sound insulation windows will be used in due course to ensure that noise pollution is effectively controlled. During the Reporting Period, noise emissions complied with standards.

In terms of waste disposal: A comprehensive waste management system was established, implementing tracking statistics and closed-loop management for the entire process of waste generation, recycling, and disposal. The requirements for segregated storage of hazardous solid waste were strictly implemented, with enhanced daily supervision and control to ensure safe and compliant disposal; the use of chemical products explicitly prohibited by the state was resolutely prohibited, and environmentally friendly products and services were prioritised. Equal emphasis was placed on source reduction and resource utilisation. Waste generation was effectively reduced through optimised management processes, and the reuse, recycling, and recovery of waste were actively promoted. Qualified professional institutions were engaged for the recycling and disposal of hazardous waste, achieving efficient resource utilisation. The Company incorporated waste management into the quarterly inspection and assessment system to ensure the effective implementation of all control measures. During the Reporting Period, the Company achieved a 100% recycling rate for waste materials such as waste asphalt residue was 100%, and the utilization rate of low-carbon maintenance materials such as seam tape and pouring sealant was 100%.

(II) Emergency plan for environmental emergencies

The Company has formulated the “Detailed Rules for Emergency Management of Environmental Contingencies”, standardising the emergency management procedures for environmental incidents. In addition, it has established an Emergency Response Leading Group for Environmental Incidents, with a subordinate Emergency Rescue Office, to coordinate and conduct emergency response and environmental management for environmental incidents. The Company regularly conducted ecological and environmental hidden danger inspections, emergency plan filing and management, and organized daily emergency drills. It systematically identified various environmental risks including water pollution accidents, air pollution accidents, noise and vibration pollution accidents, solid waste pollution accidents and toxic chemical pollution accidents. During the Reporting Period, no environmental incidents occurred at the Company, and environmental safety remained stable and controllable.

(III) Environmental protection self-testing plan

The Group implemented a three-tier environmental protection management system at the corporate, secondary unit, and grassroots unit levels, continuously enhancing environmental monitoring capabilities. The Group has streamlined its environmental protection institutional framework, strictly enforced the implementation of regulations, deepened environmental education and specialised training for construction personnel, and focused on key areas such as ecological protection, construction noise, and dust control. It has scientifically formulated environmental monitoring plans, regularly conducted wastewater discharge testing and noise monitoring in sensitive areas, diligently maintained road drainage systems and protected water sources, thereby strengthening the ecological security barrier.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(IV) Energy management improvement

The Group strictly adhered to laws and regulations such as the Energy Conservation Law of the People's Republic of China, the Cleaner Production Promotion Law of the People's Republic of China, and formulated Energy Conservation Management Measures to strengthen energy-saving management, improve the utilisation efficiency of energy and resources during operational processes, and reduce unnecessary energy and resource consumption. The Group has actively expanded its clean energy business. The Xianrenshan Zero-Carbon Service Area, the first integrated service area with wind-solar-storage-charging-swapping in the province, has obtained the first CQC Zero-Carbon Service Area certification certificate in China.

(V) Implementation of other environmental responsibilities

During the Reporting Period, Ninghu Expressway adhered to the green development philosophy, systematically advancing ecological and environmental protection in the construction, operation, management, and maintenance of expressways. The Group has adopted an efficient and green maintenance model to reduce resource consumption and ecological damage; it advocates low-carbon and intensive operations, and embeds the concept of emission reduction into daily management; it attaches great importance to the protection of biodiversity along the routes, and promotes the harmonious coexistence of humans and nature.

Green maintenance: The Group continues to drive the green development of road maintenance and deeply integrates the control of environmental impact indicators into the entire life cycle of major and minor repair maintenance. The Group further advances the circular utilization of resources, promotes the on-site hot recycling technology for pavement in light of local conditions, and realizes the recycling of old pavement materials by adding recycling agents and new materials. The Group has innovated its green operation model, deployed eco-friendly mechanical snow removal equipment such as snow blowers and snow plows, and replaced traditional chemical snow-melting agents, effectively avoiding chemical corrosion to bridge and road structures and the surrounding ecology. Environmentally friendly materials are adopted, and renewable low-carbon maintenance materials such as joint tapes and crack sealing adhesives are promoted and applied to fully build a new eco-friendly benchmark for road maintenance.

Green office practices: In terms of hardware energy conservation, energy-efficient equipment has been popularized and refined energy consumption management and control implemented; in terms of resource intensification, paperless office work has been vigorously promoted, and the procurement and collection procedures for office supplies have been strictly standardized to cut resource waste from the source; in terms of low-carbon commuting, employees are encouraged to prioritize public transportation, effectively reducing commuting carbon footprints. Simultaneously, the Company regularly conducted diversified environmental activities such as afforestation, World Environment Day education, and waste clean-up campaigns to enhance employees' environmental awareness and social responsibility.

Biodiversity protection: The Company has adopted relatively comprehensive drainage, protection and greening measures. Since the commissioning of the highway, various soil and water conservation measures have started to play their role, and soil erosion in the road area has been effectively controlled. The cultural landscapes and natural environment along the highway have been enhanced, with greening upgrades carried out in central medians, interchange areas, toll stations, service areas, embankment slopes, and other vegetable zones along the route, resulting in a notable overall improvement in the greening effect of the corridor.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

XIII. PERFORMANCE OF SOCIAL RESPONSIBILITIES

(I) Whether to disclose social responsibility report, sustainable development report or ESG report separately

☒ Applicable ☐ Not Applicable

The Company simultaneously released the 2025 Environmental, Social and Governance (ESG) Report of Jiangsu Expressway Co., Ltd. in conjunction with the 2025 Annual Report, which provides a detailed introduction and explanation of the Company's environmental protection, social responsibility, and corporate governance. For details, please see the relevant announcement published by the Company on the Shanghai Stock Exchange website www.sse.com.cn and the Hong Kong Stock Exchange website www.hkex.com.hk on 30 March 2026. For details about the Company's social responsibility and ESG work in 2025, please refer to the 2025 Environmental, Social and Governance (ESG) Report of Jiangsu Expressway Co., Ltd.

(II) Detailed performance of social responsibilities

☒ Applicable ☐ Not Applicable

External Donations, Public Service Projects	Number/Content	Explanation
Total inputs (RMB0.01 million)	104.80	Developed a Volunteer Service Work Manual to establish and improve operational mechanisms such as a volunteer recruitment mechanism, work collaboration mechanism, training mechanism, long-term management mechanism, evaluation mechanism, and recognition and incentive mechanism. Created the "168" volunteer service brand to convey the enthusiasm for volunteer service. During the Reporting Period, the Company carried out a variety of volunteer activities, including Lei Feng volunteer activities, elderly assistance and respect activities, and convenience services.
Specifically: Funds (RMB'0,000)	104.80	
Material conversion (RMB'0,000)	0	
Number of people benefited (person)	1,000	

Specific description

☒ Applicable ☐ Not Applicable

The Company upholds the responsibility philosophy of "Beyond Roads, Towards a Better Future", and is committed to sharing its development achievements with society. Adhering to an innovation-driven approach, the Company deeply integrates digitalisation and intelligent technologies into the entire operational management process, leveraging technology to enhance road traffic efficiency and service quality. The Company has strengthened the bottom line of safety development to enhance road accident prevention and high-traffic flow management. Deepening the construction of quality services and iteratively upgrading service standards, the Company strives to create a new benchmark for high-quality travel services. The Group is committed to building a happy workplace, continuously enhancing employees' sense of happiness and belonging by protecting employees' rights and interests, promoting employees' development, and enriching employees' lives. The Group fulfills the responsibilities of a state-owned enterprise and its social obligations, actively supports rural vitalization, carries out voluntary public welfare and community co-construction activities on a regular basis, and contributes to the building of a harmonious society.

Innovative development: The Group actively promotes the application of digital technologies such as intelligent capacity expansion and free-flow cloud toll collection, continuously optimizes the travel experience, and ensures the safe, efficient and smooth operation of expressways. Leveraging cutting-edge technologies such as digital twins and AI algorithms, the Group has established an intelligent operation and management system capable of smart assessment and precise handling. This enhances the coordinated control capability of the road network, providing the public with safer, more convenient, and more efficient travel assurance.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Road safety: The Group has deepened the joint duty mechanism of the “One Road, Three Parties” and promoted the construction of a collaborative command cloud platform for the “One Road, Three Parties”. Focusing on key hazardous road sections, the Group has carried out targeted rectification efforts, improved the efficiency of clearance and rescue operations, and ensured rapid response and effective handling of emergencies. The Group has increased the application of drones on high-traffic road sections to enhance the precision and timeliness of handling special situations, thereby upholding the baseline for safety and smooth traffic flow with higher standards and more practical measures. In response to severe weather conditions, the Group has strengthened safety warnings and guidance for vehicle passage, making every effort to ensure safe and orderly road traffic.

High-quality expressways: The Group strictly implements national quality standards, continuously improves and refines the quality management system, takes high-quality project construction as support, and fully ensures the pavement quality and traffic safety. The Group attaches great importance to road quality maintenance, builds a modern maintenance system featuring greenization, intellectualization and high efficiency, and provides the public with safer, more comfortable and more environmentally friendly travel services. Focusing on the travel needs of drivers and passengers, the Group has carried out the “Operation Renewal” initiative, set up convenient service desks, and promoted a significant improvement in the overall service level.

Win-win Cooperation: The Group adheres to the concepts of openness, collaboration and win-win cooperation, and works hand in hand with all relevant parties to promote coordinated development. In addition, it enhances communication and collaboration with suppliers to improve supplier management. The Group deepens the expansion of diversified cooperation areas, innovates cooperation models, consolidates development synergy, and jointly promotes high-quality development through collaborative advantages.

Caring for employees: The Group regards its employees as the most valuable asset of the enterprise. In terms of rights and interests protection, it strictly abides by the bottom line of equal employment, optimizes the salary incentive system, deepens the democratic management mechanism, and strengthens the bottom line of occupational health; in terms of growth and development, it smooths promotion channels, builds a diversified training system, and promotes the synchronous development of personal growth and enterprise development; in terms of humanistic care, it advocates the concept of balancing work and life, enriches the carriers of cultural and sports activities, creates a warm and harmonious workplace atmosphere, and achieves mutual empowerment between enterprise development and employees.

Community service: The Group focuses on public welfare and contributes to society with sincere dedication. The Group actively participates in rural vitalization, continuously carries out public welfare activities such as elderly care support, student assistance for dream fulfillment, convenient services and safety publicity, and effectively gives back to society with concrete actions, shaping a responsible and trustworthy corporate image.

XIV. DETAILS OF EFFORTS MADE TO CONSOLIDATE AND EXPAND THE ACHIEVEMENTS IN POVERTY ALLEVIATION AND TO PROMOTE RURAL REVITALIZATION

☒ Applicable ☐ Not Applicable

Poverty Alleviation and Rural Revitalization Projects	Number/Content	Explanation
Total inputs (RMB0.01 million)	50.72	The Group allocated a special fund of RMB500,000 for rural vitalization assistance to Ganyu District of Lianyungang City, and purchased Xizang 7100 Glacial Water worth RMB7,200 as part of the consumption-based assistance to Xizang initiative.
Specifically: Funds (RMB'0,000)	50.00	
Material conversion (RMB'0,000)	0.72	
Number of people benefited (person)	500	
Forms of alleviation (such as poverty alleviation through industry, employment, education, etc.)	Poverty alleviation through industry and consumption	

Specific description

☒ Applicable ☐ Not Applicable

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

Leveraging its core strengths in the transportation sector, the Company has thoroughly implemented the national rural revitalisation strategy, precisely aligned with regional development needs and business characteristics, to deepen and substantiate rural revitalisation efforts and systematically empower local economic and social development. During the Reporting Period, the Company allocated RMB500,000 in special rural revitalisation assistance funds to Ganyu District, Lianyungang City, effectively benefiting local villages, towns and residents.

XV. OTHERS

☒ Applicable ☐ Not Applicable

(I) Corporate governance report

As at the date of this report, the board of directors has reviewed the day-to-day governance practices of the Company pursuant to Part II of the Corporate Governance Code as set out in Appendix C1 of the Hong Kong Listing Rules, and concluded that the Company fully adopted the provisions of Part II of the new Corporate Governance Code and strived to fulfill the recommended best practices. Except for the following Code Provision B2.2 of Part 2 of the Corporate Governance Code, the Company has been in compliance with all the code provisions in Part II of the Corporate Governance Code, and no material deviation or breach has been identified.

Code provision	Complied (Yes/No)	Corporate governance procedures
B.2.2 All directors (including those appointed for a specific term) should be subject to retirement by rotation at least every three years.	No	All Directors (except for employee directors) are elected or replaced at a general meeting of shareholders. The Company has introduced a cumulative voting system in the election procedures for directors. Pursuant to the Company Law and the Articles of Association, the Board shall serve a term of three years, with each Director holding office for a term of three years. Upon expiry of the three-year term, all Directors shall retire and shall not retire by rotation. Re-election at a general meeting of shareholders is required for re-appointment. Employee Directors shall be elected or replaced at an employees' representative meeting, and re-election at such meeting is required for re-appointment.

(II) Other matters

1. On management of inside information

With respect to the management of inside information, the Company has strictly implemented the Model Code for Securities Transactions by Directors, Supervisors, Senior Management and Relevant Employees, the Management System Governing Insiders and the Management System Governing External Information Users, and rigorously complied with Part XIVA of the Hong Kong Securities and Futures Ordinance. These measures are implemented to regulate the acts of such insiders in dealing in the shares of the Company and prevent them from abusing the right to access insider information, leaking insider information or conducting insider trading, so as to safeguard the interests of the Company and uphold the principle of fairness on information disclosure. During the Reporting Period, the Company carried out project investment. The Company strictly complied with regulatory requirements and the system formulated by the Company under which internal insiders and external insiders of the Company were required to sign a confidentiality agreement and a registration form before the commencement of the project investment. This effectively prevented insider dealings and there were no cases of abnormal share price fluctuations or insider trading as a result of information leakage.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

2. On internal audit management and internal control and risk management

Currently, the Company has established the risk management and internal control systems. During the year, the Company's internal audit department, Strategy Committee and external independent auditor conducted preliminary review, rectification, audit and evaluation of the effectiveness of the establishment and implementation of the risk management and internal control systems respectively, and ensured that a comprehensive audit covering all businesses and management activities under risk management and internal control was carried out each year.

The Board of Directors of the Company acknowledges that it shall be responsible for the risk management and internal control systems and review their effectiveness annually. The risk management and internal control systems of the Company are designed to manage rather than eliminate the risk of failure to achieve business goals. There is only reasonable but not absolute assurance that material misrepresentations or losses can be avoided. The Board of Directors (including independent non-executive directors) has considered the opinions offered by the Strategy Committee, reviewed the risk management and internal control systems of the Group and is of the view that such systems are effective and adequate.

The Company has taken into consideration the resources, staff qualifications and experience in corporate accounting and internal auditing in reviewing the risk management and internal control matters. The Company has sufficient resources to support financial reporting. The relevant employees also possess the qualifications and experience required for their positions and have the opportunity to receive targeted professional training each year.

The Company has created a dedicated internal audit department to audit the Company's risk management and internal control systems. In addition, the Company's internal audit department and external independent auditor also conduct a comprehensive audit each year to recognize, assess and manage material risks, review the effectiveness of the Company's risk management and internal control systems, and resolve serious internal control errors. Save as described in paragraph 1 headed "On management of inside information" above, the Company also deals with and publishes inside information and internal control measures through Office of the Secretary to the Board from time to time during the year.

3. On investor relations management and dividend policy

Investor relations represent an important window that helps build the public image of a listed company. The Company attaches great importance to investor relations, places emphasis on coordinating the relationship between the Company and investors, handles all types of investor calls with discretion and calmness, and cordially welcomes the media to visit the Company. Additionally, the Company liaises with investors in a timely, accurate and detailed manner via the network information platform, keeps positive interaction with investors and the media and maintains close contact with the analysts of various securities companies and research institutions by phone during working hours, so that investors can accurately grasp the information of the Company which can also have an understanding of the investors' concerns for enabling us to make future decisions about the capital market.

The Board of Directors of the Company is committed to encouraging and maintaining effective communication with its shareholders through a wide range of channels and means. The Company keeps its shareholders updated on its business development and financial performance through annual, interim and quarterly reports. Corporate communications are published on the website of the Stock Exchange and the Company's website in due course in accordance with the Listing Rules. The Company's website also contains information on how shareholders can contact the Board of Directors of the Company, including email, mailing address, fax number and telephone number. The Board of Directors and eligible members of senior management will respond to queries from shareholders and investors in a timely manner.

Moreover, the Company's annual general meeting aims to serve as an effective communication platform for shareholders to fully exchange views with the Board of Directors. All Directors will make every effort to attend the meeting and external auditors will also be present at the annual general meeting to answer shareholders' inquiries. In respect of shareholders' general meeting for the adoption of related party/connected transactions or any other transactions subject to independent shareholders' approval, members of the Independent Board Committee will also make every effort to attend the meetings to answer shareholders' inquiries. During the Reporting Period, the directors of the Company performed their duties diligently. The Company has reviewed the enforcement and effectiveness of the Shareholder Communication Policy and considers it to be valid and effective.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

The Company has established a positive and stable dividend policy in the Articles, formulated a reasonable dividend mechanism, and actively promoted the culture of more returns to shareholders, thus creating a harmonious and win-win investment, financing and value investment atmosphere. Adoption of the cash dividend distribution policy since the Company's listing has laid a solid foundation for us to establish a healthy image of compliance and transparency.

Returns to shareholders have been treated as the primary responsibility of the Company. Taking into account the long-term interests of investors and current revenue, the Company will maintain a stable dividend policy in the coming years.

During the Reporting Period, the Company actively carried out track audit on financial revenue, budgetary plans and major projects; the Company also conscientiously conducted off-office audit and commenced economic liabilities audit. The Company actively arranged and put in place the evaluation of internal control and defect rectification in order to ensure the effective implementation of internal control policies. As to the review on standard compliance, the Company reviewed the propriety, adequacy and effectiveness of quality, environmental and occupational health and safety management systems to identify defects, reinforce management standards and safeguard the sustainable and healthy development of the Company through internal review on standard compliance together with external professional institutions' review

4. Amendments to the Company's Articles of Association during the Reporting Period

In order to implement the relevant provisions of the "Company Law of the People's Republic of China", the "Transitional Arrangements for the Implementation of Supporting Rules and Regulations of the New Company Law", the "Guidelines for the Articles of Association of Listed Companies", and other laws, regulations and normative documents, and to further strengthen corporate compliance and improve corporate governance, the Company held its 16th meeting of the 11th session of the Board of Directors on 29 October 2025, and approved the "Proposal on Canceling the Supervisory Board and Revising the Articles of Association and Other Systems". The Company will no longer have a board of supervisors or supervisors. The audit committee of the Company's board of directors will exercise the powers of the board of supervisors as stipulated in the "Company Law of the People's Republic of China". In light of the abolition of the Supervisory Committee and in conjunction with the Company's actual circumstances, comprehensive amendments were made to the "Articles of Association". These amendments were approved at the 2025 first extraordinary general meeting held on 18 December 2025. For details of this revision, please refer to the Company's announcement dated 30 October 2025 and the circular to shareholders dated 1 December 2025.

5. For details regarding auditor's remuneration and matters related to the auditor, please refer to VI. Appointment and Removal of Accounting Firm" under Section V Significant Matters.

CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

6. Explanations regarding the Company enabling holders of its securities to obtain tax relief

(1) A Shares

For individual shareholders (including securities investment funds) holding the Company's A Shares, in accordance with the relevant provisions of the Notice on Issues Concerning the Differentiated Individual Income Tax Policy on Dividend Income from Listed Companies (Caishui [2015] No. 101) and the Notice on Issues Concerning the Implementation of the Differentiated Individual Income Tax Policy on Dividend Income from Listed Companies (Caishui [2012] No. 85): for a shareholding period exceeding one year, dividend income is temporarily exempt from individual income tax; for a shareholding period of one month or less the full amount of dividend income is included in taxable income; for a shareholding period of more than one month to one year (including one year), 50% of the dividend income is temporarily included in taxable income. The above income is uniformly subject to individual income tax at the rate of 20%. According to the aforementioned provisions, the Company will not withhold individual income tax when distributing dividends to individual shareholders (including securities investment funds). When such shareholders transfer their shares, China Securities Depository and Clearing Corporation Limited Shanghai Branch will calculate the tax payable based on their shareholding period. Securities companies and other share custody institutions will deduct the amount from the individual shareholders' fund accounts and transfer it to China Securities Depository and Clearing Corporation Limited Shanghai Branch, which will then transfer it to the Company. Upon receiving the tax payment, the Company will declare and pay the tax to the competent tax authority.

For qualified foreign institutional investor (QFII) shareholders holding the Company's A Shares, in accordance with the provisions of the Notice of the State Administration of Taxation on Issues Concerning the Withholding of Enterprise Income Tax on Dividends, Bonuses and Interest Paid by Chinese Resident Enterprises to QFIIs (Guoshuihan [2009] No. 47), the Company will withhold enterprise income tax at the rate of 10%. If the relevant shareholders consider that their dividend income is eligible for treatment under a tax treaty (arrangement), they may, in accordance with regulations, apply for a tax refund from the competent tax authority on their own after receiving the dividends.

For shareholders who are Hong Kong market investors (including enterprises and individuals) investing in the Company's A Shares listed on the Shanghai Stock Exchange through the Shanghai-Hong Kong Stock Connect, in accordance with the relevant provisions of the Notice on Tax Policies Concerning the Pilot Program for Shanghai-Hong Kong Stock Market Trading Interconnection Mechanism (Caishui [2014] No. 81), the Company will withhold income tax at the rate of 10%. If a "Shanghai-Hong Kong Stock Connect" investor is a tax resident of another country and the tax treaty between that country and China stipulates a dividend withholding tax rate lower than 10%, the investor may, in accordance with regulations, apply to the competent tax authority of the Company on their own or through the withholding agent to enjoy the benefits of the tax treaty. Dividends for "Shanghai-Hong Kong Stock Connect" investors will be distributed by the Company in RMB through China Securities Depository and Clearing Corporation Limited Shanghai Branch to the account of the nominee holder (namely, Hong Kong Securities Clearing Company Limited).

For resident enterprise shareholders (including other institutional investors) holding the Company's A-shares, the dividend withholding tax shall be paid by themselves, and the Company will not withhold or remit such tax on their behalf.



CORPORATE GOVERNANCE, ENVIRONMENT AND SOCIETY

(2) *H Shares*

Pursuant to the Enterprise Income Tax Law of the People's Republic of China and its Implementing Regulations (the "Enterprise Income Tax Law") that have been in effect since 1 January 2008, the Company is obligated to withhold and pay the enterprise income tax on behalf of its non-resident enterprise shareholders of H shares (as defined in the Enterprise Income Tax Law, including Hong Kong Securities Clearing Company Limited, other corporate agents or trustees, or other organizations and groups) when distributing dividends, with a tax rate of 10%.

Pursuant to the provisions of the "Notice of the State Taxation Administration on Issues Concerning the Withholding and Payment of Enterprise Income Tax by Chinese Resident Enterprises When Distributing Dividends to Non-Resident Enterprise Shareholders of Overseas H Shares" (Guoshuihan [2008] No. 897), when a Chinese resident enterprise distributes dividends to non-resident enterprise shareholders of overseas H shares, it shall uniformly withhold and pay enterprise income tax at a tax rate of 10%. After non-resident enterprise shareholders receive dividends, they may, either by themselves, through an authorized agent or a withholding agent, submit an application to the competent tax authority for enjoying the treatment under the tax agreement (arrangement), and provide data proving that they are the actual beneficial owners who meet the provisions of the tax agreement (arrangement). After the competent tax authority verifies and confirms the relevant materials, it shall refund the difference between the tax already paid and the tax payable calculated in accordance with the tax rate stipulated in the tax agreement (arrangement).

In accordance with the provisions of the "Notice on Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect Mechanism" (Caishui [2014] No. 81) and the "Notice on Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect Mechanism" (Caishui [2016] No. 127), for the dividends obtained by domestic individual investors investing in H-shares listed on the Stock Exchange of Hong Kong through the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the H-share companies shall withhold personal income tax at a rate of 20%. For dividends obtained by domestic securities investment funds from investing in shares listed on the Stock Exchange of Hong Kong Limited via the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, individual income tax shall be levied in accordance with the aforementioned provisions. For domestic corporate investors investing in Hong Kong Stock Exchange-listed shares through the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, H-share companies do not withhold enterprise income tax on dividends distributed. Domestic corporate investors are required to declare and pay the applicable tax on their own. Dividends received by domestic enterprises from holding H-shares continuously for 12 months or more are exempt from enterprise income tax in accordance with the law.

SIGNIFICANT MATTERS

I. PERFORMANCE OF UNDERTAKINGS

- (I) Undertakings of the de facto controller, Shareholders, related parties, acquirers, the Company, and other parties involved during the Reporting Period or subsisting to the Reporting Period

☐ Applicable ☒ Not Applicable

- (II) Where the Company has profit forecasts on assets or projects, and the Reporting Period was within the term of profit forecasts, the Company has to state whether such profit forecasts on assets or projects are fulfilled and the reasons therefor

☐ Achieved ☐ Not achieved ☒ Not Applicable

- (III) Performance commitment

☐ Applicable ☒ Not Applicable

Performance commitment change

☐ Applicable ☒ Not Applicable

Other explanations

☐ Applicable ☒ Not Applicable

II. APPROPRIATION OF FUND BY THE CONTROLLING SHAREHOLDER AND OTHER RELATED/CONNECTED PARTIES FOR NON-OPERATING PURPOSE DURING THE REPORTING PERIOD

☐ Applicable ☒ Not Applicable

III. NON-COMPLIANCE GUARANTEE

☐ Applicable ☒ Not Applicable

IV. EXPLANATION FROM THE COMPANY'S BOARD OF DIRECTORS ON THE "NONSTANDARD OPINIONS AUDIT REPORT" FROM ACCOUNTING FIRM

☐ Applicable ☒ Not Applicable

SIGNIFICANT MATTERS

V. ANALYSIS BY THE COMPANY ON THE REASONS FOR AND IMPACTS OF THE CHANGES IN ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES OR CORRECTION OF SIGNIFICANT ACCOUNTING ERRORS

(I) Analysis by the Company on the reasons for and impacts of the changes in accounting policies and accounting estimates

☐ Applicable

☒ Not Applicable

(II) Analysis by the Company on the reasons for and impacts of the correction of significant accounting errors

☐ Applicable

☒ Not Applicable

(III) Communication with the previous accounting firm

☐ Applicable

☒ Not Applicable

(IV) Approval procedures and other instructions

☐ Applicable

☒ Not Applicable

SIGNIFICANT MATTERS

VI. APPOINTMENT AND REMOVAL OF ACCOUNTING FIRM

Unit: Yuan Currency: RMB

Name of the domestic accounting firm		Current Engagement KPMG Huazhen LLP
Remuneration for the domestic accounting firm		2,500,000.00
Years of audit services of the domestic accounting firm		5
Name(s) of the certified public account(s) from the domestic accounting firm		Huang Xiaodong, Cao Yang
Consecutive years of audit services of the certified public account(s) from the domestic accounting firm		Huang Xiaodong (1), Cao Yang (5)
Name of the overseas accounting firm		—
Remuneration for the overseas accounting firm		—
Years of audit services of the overseas accounting firm		—

	Name	Remuneration
Accounting firm for internal control audit	KPMG Huazhen LLP	960,000.00
Financial counselor	—	—
Sponsor	—	—

Information on appointment and removal of accounting firm

☐ Applicable ☒ Not Applicable

Explanations on replacement of accounting firms during the audit period

☐ Applicable ☒ Not Applicable

Explanation of audit fees falling by more than 20% (inclusive) compared with the previous year

☐ Applicable ☒ Not Applicable

VII. RISK OF DELISTING

(I) Causes of delisting

☐ Applicable ☒ Not Applicable

(II) Countermeasures to be taken by the Company

☐ Applicable ☒ Not Applicable

(III) Situations and causes for termination of listing

☐ Applicable ☒ Not Applicable

SIGNIFICANT MATTERS

VIII. MATTERS RELATING TO INSOLVENCY OR RESTRUCTURING

☐ Applicable ☒ Not Applicable

IX. MATERIAL LITIGATION AND ARBITRATION

☐ The Company has major litigation and arbitration matters this year ☒ The Company has no major litigation or arbitration matters this year

X. SUSPECTED VIOLATIONS OF LAWS AND REGULATIONS, PUNISHMENTS AND RECTIFICATIONS INVOLVED BY THE LISTED COMPANY AND ITS DIRECTORS, SENIOR MANAGEMENT MEMBERS, CONTROLLING SHAREHOLDER AND DE FACTO CONTROLLER

☐ Applicable ☒ Not Applicable

XI. EXPLANATION ON CREDIBILITY OF THE COMPANY AND ITS CONTROLLING SHAREHOLDERS AND DE FACTO CONTROLLER DURING THE REPORTING PERIOD

☐ Applicable ☒ Not Applicable

XII. MAJOR RELATED PARTY/CONNECTED TRANSACTIONS

(I) Related party/(Continuing) Connected transactions relating to daily operations

1. Events disclosed in the temporary announcements and with no progress or change in subsequent implementation

☒ Applicable ☐ Not Applicable

Summary of the Event	Document for Inspection
On 25 March 2022, the Company and its wholly-owned subsidiary Ninghu Investment Company entered into an annual framework agreement with Media Company (an associate of the controlling shareholder of the Company) in relation to commissioned production services for promotion and cooperation of advertising operations and distribution, under which the term of entrusted management between Ninghu Investment Company and Media Company shall be from 1 May 2022 to 30 April 2025, with the amount not exceeding RMB121 million (not exceeding RMB14 million in 2025); the term of the entrusted management agreement between Ninghu Investment Company and Media Company is from 1 May 2022 to 30 April 2025, with the aggregate cap of no more than RMB17.5 million (of which no more than RMB2 million for the year 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn and on the HKEX website www.hkexnews.hk on 28 March 2022.
On 16 December 2021, YS Energy Company entered into a lease agreement with Communications Holding Commercial Operation Company (an associate of the controlling shareholder of the Company), under which Communications Holding Commercial Operation Company will lease (1) the 18th and 20th floors of Building A2 of Zijin Financial Center, totaling 2,304.66 square meters of office space, 24 parking spaces on the basement 5th floor, and (2) one parking space on the basement 3rd floor to YS Energy Company from 1 January 2022 to 30 September 2025. The transaction amounts from 1 January 2025 to 30 September 2025 shall not exceed RMB2.1227 million and RMB5,300.	For details, please refer to the Company's connected/continuing connected transaction announcements published on the SSE website www.sse.com.cn on 30 April 2022 and on the HKEX website www.hkexnews.hk on 29 April 2022, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
Certain associates of Jiangsu Communications Holding have agreed to lease certain land and roofs to YS Energy Company (as lessee) to build and operate photovoltaic power generation business. According to industry practice, the term of agreements signed by YS Energy Company exceeds 3 years, usually 20 years from the effective date (the maximum period allowed by Chinese law). In some agreements, YS Energy Company may choose to renew for 5 years, to cover the 25-year design operation period of the entire photovoltaic power generation business.	For details, please refer to the Company's continuing connected transaction announcements published on the SSE website www.sse.com.cn on 30 April 2022 and on the HKEX website www.hkexnews.hk on 29 April 2022.
On 15 December 2022, the Company and Xiandai Testing Company (an associate of the controlling shareholder of the Company) entered into a lease agreement for the Maqun Engineering Management Center, under which the signing period is from 1 January 2023 to 30 April 2025, and the annual rent is RMB2.1834 million, and the total rent is approximately RMB5.0946 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 16 December 2022 and on the HKEX website at www.hkexnews.hk on 15 December 2022, respectively.
On 15 December 2022, the Company entered into a power purchase and sale agreement with Nantong Tiandian Company (an associate of the controlling shareholder of the Company), under which the agreement term is from 1 January 2023 to 31 December 2025, with annual transactions amount not exceeding RMB38.5 million and the total agreement amount not exceeding RMB115.5 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 16 December 2022 and on the HKEX website at www.hkexnews.hk on 15 December 2022, respectively.
On 17 February 2023, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) (an associate of the controlling shareholder of the Company) entered into the Energy Management Agreement for Beijing-Shanghai Expressway Fanshui Service Area Distributed Photovoltaic Power Station Contract with Jinghu Company (an associate of the controlling in relation to the lease of the site for the 1.06MW distributed photovoltaic power station project in Fanshui Service Area from Jinghu Company, with a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Jinghu Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jinghu Company. The annual electricity consumption in the service area from 2023 to 2025 will not exceed 800,000 kWh per year, the agreed annual electricity price will not exceed RMB476,000, and the annual tariff reduction is not to exceed RMB84,000.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 18 February 2023 and on the HKEX website at www.hkexnews.hk on 17 February 2023, respectively.
On 24 March 2023, the Company entered into an annual framework agreement with Maintenance Technology Corporation (an associate of the controlling shareholder of the Company) in relation to the integrated maintenance technology services, zero-carbon renovation services for service areas, general bridge inspection data matching services, research services on the mechanical behaviour of existing asphalt pavements, and council basic membership fee of the Company and its non wholly-owned subsidiaries, under which the agreement term for the research services on the mechanical behaviour and performance decay law of existing asphalt pavements is from 1 May 2023 to 31 December 2025, with the agreement amount of the Company not exceeding RMB2.7 million (not exceeding RMB1.08 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn and on the HKEX website at www.hkexnews.hk on 27 March 2023.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 24 March 2023, the Company entered into an annual framework agreement with Media Company (an associate of the controlling shareholder of the Company) in relation to commissioned production services for promotion and advertising operations and distribution of the Company and its non wholly-owned subsidiaries, under which the agreement term for advertising operations and distribution is from 1 May 2023 to 30 April 2026 with the agreement amount of Zhendan is RMB600,000 (not exceeding RMB200,000 in 2025 and RMB66,000 in 2026); the agreement amount of Wufengshan Toll Bridge Company being RMB900,000 (not exceeding RMB300,000 in 2025, and RMB100,000 in 2026); and the agreement amount of Ninghu Investment Company being RMB3.64 million (not exceeding RMB606,700 in 2025, and no amount to be incurred in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn and on the HKEX website at www.hkexnews.hk on 27 March 2023.
On 24 March 2023, the Company entered into commissioned operation and management agreements with Yangtze River Bridge Co., Ltd. (an associate of the controlling shareholder of the Company), Guangjing-Xicheng Expressway Co., Ltd. (a connected subsidiary of the Company), Hutong Bridge Co., Ltd. (an associate of the controlling shareholder of the Company), Changyi Expressway Co., Ltd. (a connected subsidiary of the Company), Yichang Expressway Co., Ltd. (a connected subsidiary of the Company), Xitai Tunnel Co., Ltd. (an associate of the controlling shareholder of the Company) and Zhangjingao Bridge Co., Ltd. (an associate of the controlling shareholder of the Company) in relation to the acceptance of commissioned operation and management of expressways by the subsidiary Yangtze River Management Co., Ltd. The term of the agreement with Yangtze River Bridge Co., Ltd. is from 1 January 2024 to 31 December 2026, with an agreement amount not exceeding RMB61.232 million (not exceeding RMB21.4926 million in 2025 and RMB20.1263 million in 2026). The term of the agreement with Guangjing-Xicheng Expressway Co., Ltd. is from 1 January 2024 to 31 December 2026, with an agreement amount not exceeding RMB68.6441 million (not exceeding RMB23.5258 million in 2025 and RMB23.1315 million in 2026). The term of the agreement with Hutong Bridge Co., Ltd. is from 1 January 2024 to 31 December 2026, with an agreement amount not exceeding RMB34.9366 million (not exceeding RMB11.636 million in 2025 and RMB12.3819 million in 2026). The agreement period for Changyi Company is from 1 January 2024 to 31 December 2026, with the agreement amount not exceeding RMB6.4239 million (not exceeding RMB2.1647 million in 2025 and RMB2.2371 million in 2026). The agreement period for Yichang Company is from 1 January 2024 to 31 December 2026, with the agreement amount not exceeding RMB8.8304 million (not exceeding RMB2.9784 million in 2025 and RMB3.0708 million in 2026). The agreement period for Xitai Tunnel Company is from 1 January 2024 to 31 December 2026, with the agreement amount not exceeding RMB7.0632 million (not exceeding RMB0.45 million in 2025 and RMB6.1732 million in 2026). The agreement period for Zhangjingao Company is from 1 April 2023 to 31 December 2025, with a total contract value not exceeding RMB1.35 million (not exceeding RMB0.46 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn and on the HKEX website at www.hkexnews.hk on 27 March 2023.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 24 March 2023, the Company entered into an annual framework agreement with Kuailu Company (an associate of the controlling shareholder of the Company) in relation to the provision of official vehicle leasing services by Kuailu Company for the Company and its non wholly-owned subsidiaries and the property leasing of No. 1 Shanggao Road, Suzhou of the Company, under which the agreement term of property leasing is from 1 April 2023 to 31 March 2026, with the agreement amount of the Company not exceeding RMB4,733,100 (not exceeding RMB1,577,700 in 2024, RMB1,577,700 in 2025, and RMB394,425 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn and on the HKEX website www.hkexnews.hk on 27 March 2023.
On 25 August 2023, the Company entered into a contract with Communications Holding Commercial Operation Company in relation to the lease of part of the operating rights of Nanjing-Shanghai Expressway Douzhuang Service Area to Jiangsu Communications Holding Commercial Transportation Company (an associate of the controlling shareholder of the Company) for a three-year contract term (1 September 2023 to 31 August 2026), with the transaction amount not exceeding RMB13 million per year (not exceeding RMB13 million in 2025 and RMB8.7 million from January to August 2026, and not exceeding RMB39 million in total for 3 years).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 28 August 2023 and on the HKEX website www.hkexnews.hk on 27 March 2023, respectively.
On 27 October 2023, the Company entered into a lease renewal agreement with the Company's non wholly-owned subsidiary Yichang Company (a connected subsidiary of the Company) in relation to Yichang Company leasing its gas stations in Zhangzhu Service Area to the Company for operation and management, under which the agreement term is from 20 January 2024 to 30 April 2025, with the agreement amount not exceeding RMB6.5 million (not exceeding RMB2 million from 1 January 2025 to 30 April 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 30 October 2023 and on the HKEX website at www.hkexnews.hk on 27 October 2023, respectively.
On 26 December 2023, the Company entered into an entrusted operation and management agreement with Wufengshan Toll Bridge Company (a connected subsidiary of the Company) in relation to the entrustment of its ordinary operation and management matters, under which the agreement term is from 1 January 2024 to 30 April 2026, with the agreement amount not exceeding RMB125.17 million (not exceeding RMB55 million in 2025 and RMB20.17 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 December 2023 and on the HKEX website www.hkexnews.hk on 26 December 2023, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 December 2023, the Company entered into an entrusted operation and management agreement with Suxichang South Expressway Company (an associate of the controlling shareholder of the Company) in relation to the entrustment of its ordinary operation and management matters, under which the agreement term is from 1 January 2024 to 30 April 2026, with the agreement amount not exceeding RMB132.68 million (not exceeding RMB58.3 million in 2025 and RMB21.38 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 December 2023 and on the HKEX website www.hkexnews.hk on 26 December 2023, respectively.
On 26 December 2023, the Company entered into a related party/continuing connected transaction agreement with Tongxingbao Company (an associate of the controlling shareholder of the Company) in relation to the cloud charging robot services of the Company and its non wholly-owned subsidiaries, under which the agreement term is from 1 January 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB4.06 million (not exceeding RMB1.02 million in 2025); the agreement amount of Zhendan Company not exceeding RMB110,000 (not exceeding RMB30,000 in 2025); and the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB110,000 (not exceeding RMB30,000 in 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 December 2023 and on the HKEX website at www.hkexnews.hk on 26 December 2023, respectively.
On 26 December 2023, the Company entered into a connected/continuing connected transaction agreement with Jiangsu Gandong Technology Co., Ltd. (an associate of the controlling shareholder of the Company) in respect of the cloud toll collection FFT2.0 enabling platform services for the Company and its non wholly-owned subsidiaries. The agreement period is from 1 January 2024 to 30 April 2025, with the agreement amount not exceeding RMB540,000, of which the agreement amount of the Company not exceeding RMB480,000 (not exceeding RMB125,000 in 2025); the agreement amount of Zhendan Company not exceeding RMB24,000 (not exceeding RMB6,000 in 2025); the agreement amount of Wufengshan Bridge Company not exceeding RMB36,000 (not exceeding RMB9,000 in 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 December 2023 and on the HKEX website at www.hkexnews.hk on 26 December 2023, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 December 2023, the Company entered into an agreement with Expressway Information Company (an associate of the controlling shareholder of the Company) in relation to the smart service area improvement project, under which Expressway Information Company shall provide the Company with update and transformation of the service area bayonet, uploading of operational data and passenger identification lease services, under which the agreement term is from 1 January 2024 to 31 December 2026, with the agreement amount not exceeding RMB4.8 million (not exceeding RMB1.6 million in 2025 and RMB1.6 million in 2026).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 December 2023 and on the HKEX website at www.hkexnews.hk on 26 December 2023, respectively.
On 26 December 2023, the Company entered into a contract with Communications Holding Commercial Operation Company (an associate of the controlling shareholder of the Company) in relation to the supply by Jiaocheng Commercial Transportation Company as a supplier to the Company's supermarkets in Maoshan Service Area, under which the contract term is from 1 January 2024 to 30 April 2025, with the contract amount not exceeding RMB7.11 million (not exceeding RMB1.78 million in 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 December 2023 and on the HKEX website at www.hkexnews.hk on 26 December 2023, respectively.
On 26 December 2023, the Company entered into a supplementary property lease agreement with Xiandai Testing Company (an associate of the controlling shareholder of the Company), under which Xiandai Testing Company shall fund the construction of the power distribution room project of the Company's house located at No. 2 Xianlin Avenue, Nanjing City, which was leased by Xiandai Testing Company, and the cost of the construction on behalf of Xiandai Testing Company was determined to be RMB1,283,800 by the budget and pre-tender audit, and upon negotiation between both parties, the rent for the originally scheduled lease period was adjusted to RMB1,690,000 per annum, and the lease term remains unchanged at 1 January 2023 to 30 April 2025.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 December 2023 and on the HKEX website at www.hkexnews.hk on 26 December 2023, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 29 January 2024, the Company entered into the following three related party/connected transaction agreements: (1) Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)), as the implementing entity, invested in and constructed a 1.74MW distributed photovoltaic project of Yanjiang Expressway in Pingwang Service Area, and entered into the Energy Management Agreement for Jiangsu Communications Holding Contract of Yanjiang Expressway Pingwang Service Area 1.74MW Distributed Photovoltaic Project with Yanjiang Company (an associate of the controlling shareholder of the Company) for a term of 20 years. The total investment of the project is approximately RMB8.7 million, with 25% of the project capital, corresponding to a capital demand of RMB2.175 million, all of which shall be paid from the Company's paid-in capital to YS Energy Company, and then paid from YS Energy Company's paid-in capital to Jiangsu Communications Holding Renewable Energy Jiangsu Company; the remaining 75% of the project investment amounting to RMB6.525 million shall be paid by the Company with the funds in compliance with laws, such as allocation of direct financing funds, etc. to YS Energy Company and Jiangsu Communications Holding Renewable Energy Jiangsu Company/in the form of a project loan. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Yanjiang Company. During the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Yanjiang Company, and it is expected that the annual tariff reduction in the service area will not be higher than RMB155,040. (2) Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)), as the implementing entity, invested in the construction of a 0.76MW distributed photovoltaic project in Guocun Service Area, and entered into the Energy Management Agreement for Jiangsu Communications Holding Contract of Yancheng-Jingjiang Expressway Guocun Service Area 0.76MW Distributed Photovoltaic Project with Ningjingyan Company (an associate of the controlling shareholder of the Company) for a term of 20 years. The total investment of the project is approximately RMB3.8 million, with 25% of the project capital, corresponding to a capital demand of RMB950,000, all of which shall be paid from the Company's paid-in capital to YS Energy Company, and then paid from YS Energy Company's paid-in capital to Jiangsu Communications Holding Renewable Energy Jiangsu Company; the remaining 75% of the project investment amounting to RMB2.85 million shall be paid by the Company with the funds in compliance with laws, such as allocation of direct financing funds, etc. to YS Energy Company and Jiangsu Communications Holding Renewable Energy Jiangsu Company/in the form of a project loan. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Ningjingyan Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Ningjingyan Company, and it is expected that the annual tariff reduction in the service area will not be higher than RMB68,544.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 29 January 2024 and on the HKEX website at www.hkexnews.hk on 28 January 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
(3) Sujiakong Clean Energy Jiangsu Company, a wholly-owned subsidiary of YS Energy Company, a wholly-owned subsidiary of the Company, as the implementation entity, to invest in the construction of the 4.44MW distributed photovoltaic project in Jinfeng Service Area and Shanghai-Hutong Bridge Management Office and enter into the Energy Management Agreement for 4.44MW Distributed Photovoltaic Project Contract in Jiangsu Communications Holding Yangtze River Expressway Jinfeng Service Area and Shanghai-Hutong Bridge Management Office with Hutong Bridge Company (being an associate of the controlling shareholder of the Company) with a term of 20 years. The total investment amount of the project is approximately RMB21,980,000, with a project capital ratio of 25% and a corresponding capital requirement of RMB5,495,000, all of which shall be provided by the paid-in capital of the Company to YS Energy Company, which in turn shall be provided by the paid-in capital of YS Energy Company to Sujiakong Clean Energy Jiangsu Company; the remaining 75% of the investment amount of the project, amounting to RMB16,485,000, shall be provided by the Company to YS Energy Company and Sujiakong Clean Energy Jiangsu Company with funds allocated for direct financing which complied with the legal requirements or be funded by way of project loans. Sujiakong Clean Energy Jiangsu Company will supply the electricity generated from the photovoltaic power station project to Hutong Bridge Company on a priority basis within the operation period of the agreement and provide a 15% discount on the electricity price of the local power grid for the same period, in lieu of payment of site rental to Hutong Bridge Company, and it is expected that annual discount on electricity fees for the service area will not be higher than RMB187,932. On 28 March 2024, the Company entered into an annual framework agreement with Micro Video Company (an associate of the controlling shareholder of the Company) in relation to the cloud check-in services, expressway management and monitoring system cloud-based services, status list services (for vehicles in arrears of tolls and evasion of tolls, etc., the list will be issued nationwide and such vehicles will be prohibited from driving into the expressway for the purpose of recovering the tolls), insurance claims collection services for clearance and rescue payment system, FFT2.0 cloud-powered services for toll lanes, archive system development services, preparation of toll station rate tables, maintenance fees for clearance mobile payment and tax control systems, access services for information systems related to the opening of the Longtan Bridge, special optimisation of provincial networked toll collection, intelligent high-speed and monitoring encrypted video forwarding platform development, and researches on application of uploading high definition expressway videos into the cloud of the Company and its non wholly-owned subsidiaries, under which the service period for cloud check-in services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB3.3 million (not exceeding RMB1.1 million in 2025), and the agreement amount of the Wufengshan Toll Bridge Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025);	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
the service period for the expressway management and monitoring system cloud-based services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB740,000 (not exceeding RMB196,000 in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB190,000 (not exceeding RMB50,000 in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB400,000 (RMB150,000 in 2025), the agreement amount of Yichang Company not exceeding RMB150,000 (RMB50,000 in 2025), and the agreement amount of Changyi Company not exceeding RMB90,000 (not exceeding RMB30,000 in 2025); the service period for status list services is from 1 May 2024 to 30 April 2025, with the agreement amount of Guangjing Xicheng Company not exceeding RMB105,000 (not exceeding RMB35,000 in 2025), and the agreement amount of Yichang and Changyi each not exceeding RMB15,000 (not exceeding RMB500,000 in 2025); the service period for insurance claims collection services for clearance and rescue payment system is from 1 May 2024 to 30 April 2025, and the agreement amount of the Company not exceeding RMB150,000 (not exceeding RMB50,000 in 2025), and the agreement amount of Zhendan not exceeding RMB20,000 (not exceeding RMB10,000 in 2025), the agreement amount of Wufengshan Toll Bridge not exceeding RMB30,000 (not exceeding RMB10,000 in 2025), the agreement amount of Longtan Bridge from 1 December 2024 to 30 April 2025 not exceeding RMB15,000 (not exceeding RMB10,000 in 2025); the service period for FFT2.0 cloud-powered services for toll lanes is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB600,000 (not exceeding RMB150,000 in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB450,000 (RMB150,000 in 2025), the agreement amount of Yichang Company not exceeding RMB30,000 (RMB10,000 in 2025), the agreement amount of Changyi Company not exceeding RMB60,000 (not exceeding RMB20,000 in 2025); the service period for archive system development services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB600,000 (not exceeding RMB100,000 in 2025); the service period for maintenance fees for clearance mobile payment and tax control systems is from 1 January 2025 to 30 April 2025, with the agreement amount of Guangjing Xicheng Company and Yichang Company each not exceeding RMB29,000; the service period for access services for information systems related to the opening of the Longtan Bridge is from 1 May 2024 to 30 April 2025, with the agreement amount of Longtan Bridge Company not exceeding RMB3.45 million (not exceeding RMB1.36 million in 2025); the service period for intelligent high-speed and monitoring encrypted video forwarding platform development is from 1 May 2024 to 30 April 2025, with then agreement amount of the Company not exceeding RMB10.04 million (not exceeding RMB2,424,000); the service period for researches on application of uploading high definition expressway videos into the cloud is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB7.7 million (not exceeding RMB6,160,000 in 2025).	

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with Expressway Information Company (an associate of the controlling shareholder of the Company) in relation to the Company's and its non wholly-owned subsidiaries' electromechanical system maintenance, service area intelligent management platform maintenance, service area information technology platform promotion and improvement, service area cashier audit construction services and special optimisation of provincial networked toll collection, under which the service period for electromechanical system maintenance is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB1.68 million (not exceeding RMB560,000 in 2025), the agreed amount of Guangjing Xicheng Company not exceeding RMB1.2 million (not exceeding RMB400,000 in 2025), the agreement amount of Yichang Company not exceeding RMB180,000 (not exceeding RMB60,000 in 2025), and the agreement amount of Changyi Company not exceeding RMB150,000 (not exceeding RMB50,000 in 2025); the service period for service area information technology platform promotion and improvement is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB950,000 (not exceeding RMB200,000 in 2025); the service period for service area intelligent management platform maintenance is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB300,000 (not exceeding RMB20,000 in 2025), and the agreement amount of Zhendan Company and the Wufengshan Toll Bridge Company each not exceeding RMB30,000 (not exceeding RMB5,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Tongxingbao Company (an associate of the controlling shareholder of the Company) in relation to the Company's and its non wholly-owned subsidiaries' cloud scheduling technical services and SD-WAN technical services and other network system services, road network technical services, rental of ETC customer service network, ETC refuelling aggregated payment technical services, service area charging station construction, cloud-based toll collection equipment procurement and subsequent network services, Longtan Bridge opening-related toll collection equipment procurement and network services, under which the service period for cloud scheduling technical services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB2.01 million (not exceeding RMB670,000 in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB600,000 (not exceeding RMB200,000 in 2025), the agreement amount of Yichang Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025), and the agreement amount of Changyi Company and Zhendan Company each not exceeding RMB60,000 (not exceeding RMB20,000 in 2025). The service period for SD-WAN technical services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB5.34 million (not exceeding RMB1.78 million in 2025), the agreement amount of Zhendan Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB420,000 (not exceeding RMB140,000 in 2025),	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
the agreement amount of Guangjing Xicheng Company not exceeding RMB1.57 million (not exceeding RMB520,000 in 2025), and the agreement amount of Yichang Company and Changyi Company each not exceeding RMB180,000 each (each not exceeding RMB60,000 in 2025 each). The service period for road network technical services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB24 million (not exceeding RMB8 million in 2025), the agreement amount of Zhendan Company not exceeding RMB600,000 (not exceeding RMB200,000 in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB6 million (not exceeding RMB2 million in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB8 million (not exceeding RMB3 million in 2025), the agreement amount of Yichang Company not exceeding RMB900,000 (not exceeding RMB300,000 in 2025), the agreement amount of Changyi Company not exceeding RMB850,000 (not exceeding RMB350,000 in 2025), and the agreement amount of Longtan Bridge Company not exceeding RMB500,000 (not exceeding RMB400,000 in 2025). The service period for rental of ETC customer service network is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB800,000 (not exceeding RMB267,000 in 2025), and the agreement amount of Guangjing Xicheng Company not exceeding RMB50,000 (not exceeding RMB19,000 in 2025). The service period for ETC refuelling aggregated payment technical services is from 1 May 2024 to 30 April 2025, with the amount of the Company not exceeding RMB6 million (not exceeding RMB2 million in 2025). The service period for cloud-based toll collection equipment procurement and subsequent network services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB2.1 million (not exceeding RMB700,000 in 2025). The service period for Longtan Bridge opening-related toll collection equipment procurement and network services is from 1 May 2024 to 30 April 2025, with the agreement amount of Longtan Bridge Company not exceeding RMB8.43 million (not exceeding RMB5.23 million in 2025).	

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with Xiandai R&B Company (an associate of the controlling shareholder of the Company) in relation to the Company's medium and major asphalt pavement repair and maintenance, routine maintenance, traffic safety facilities refinement and improvement, expansion joints replacement, noise barrier installation, special marking reapplication, ice and snow removal for extreme weather conditions, renovation of the Company's headquarters compound building, service area fire pipeline repairs, construction of the Danyangdong Nutritional Platoon Centre standardised chemical plant and construction of new dormitories at the Tangshan base, environmental improvement of some of the Company's and service areas' roads (including renovations and modifications), and non wholly-owned subsidiaries' routine maintenance, under which the service period for medium and major asphalt pavement repair and maintenance is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB135 million (not exceeding RMB10 million in 2025). The service period for routine maintenance is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB47.63 million (not exceeding RMB22.77 million in 2024 and RMB24.86 million in 2025), the agreement amount of Zhendan Company not exceeding RMB4.35 million (not exceeding RMB2.54 million in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB8.15 million (not exceeding RMB4.75 million in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB120.64 million (not exceeding RMB8.57 million in 2025), the agreement amount of Changyi Company not exceeding RMB2.86 million (not exceeding RMB710,000 in 2025), and the agreement amount of Yichang Company not exceeding RMB4.73 million (not exceeding RMB870,000 in 2025). The service period for traffic safety facilities refinement and improvement is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB130 million (not exceeding RMB30 million in 2025). The service period for renovation of the Company's headquarters compound building is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB22.68 million (not exceeding RMB10.68 million in 2025). The service period for service area fire pipeline repairs is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB6 million (not exceeding RMB3 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Xiandai Testing Company (an associate of the controlling shareholder of the Company) in relation to the road and bridge inspection and testing services of the Company and its non wholly-owned subsidiaries, under which the agreement term of road and bridge inspection and testing services is from 1 May 2024 to 30 April 2025; the agreement amount of Guangjing Xicheng Company being RMB1.20 million (not exceeding RMB200,000 in 2025); the agreement amount of Changyi Company not exceeding RMB1.4 million (not exceeding RMB1.15 million in 2025); and the agreement amount of Yichang Company being RMB550,000 million (not exceeding RMB550,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

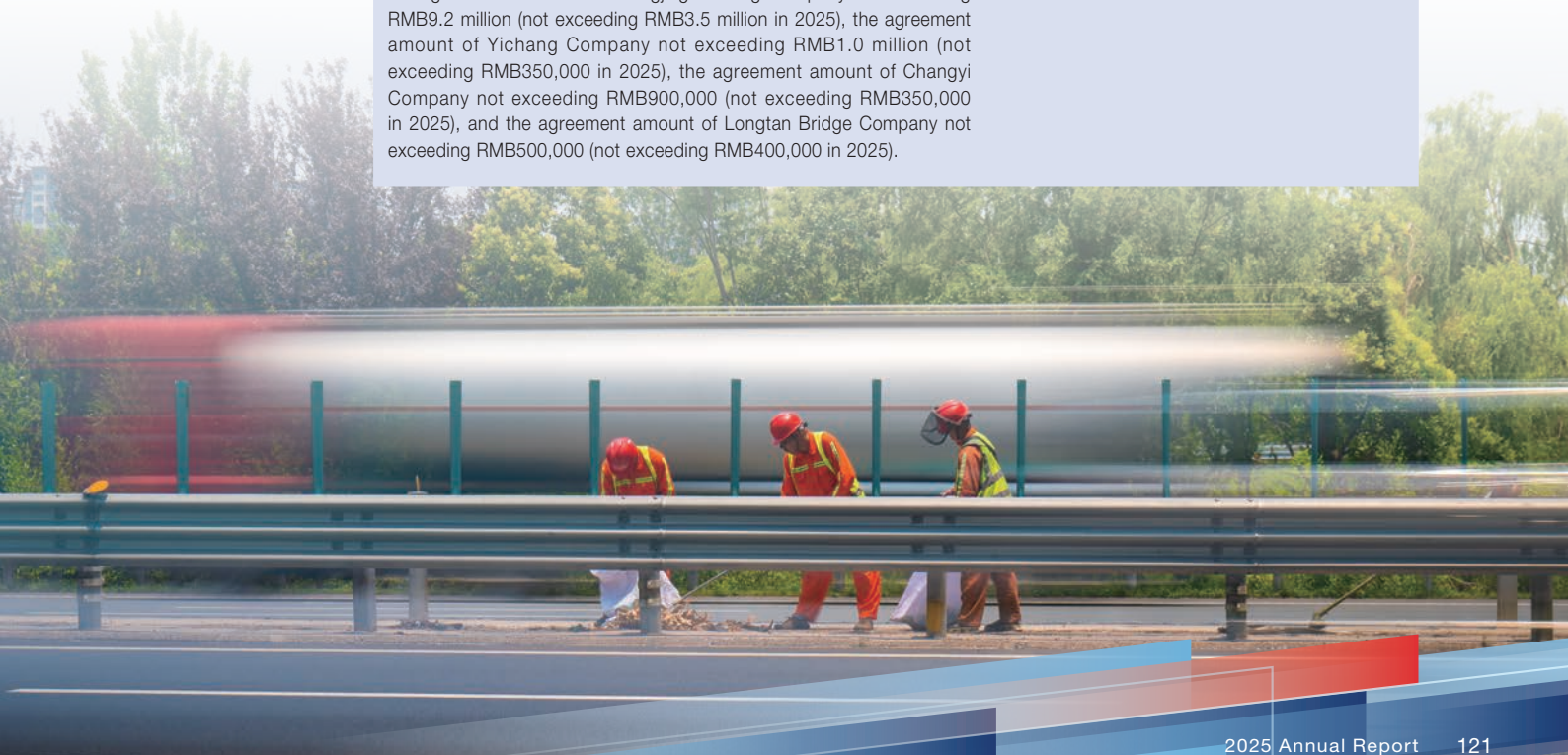
Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with Communications Holding Commercial Operation Company (an associate of the controlling shareholder of the Company) in relation to the property management service outsourcing, supplies procurement and office premises lease of the Company and its non wholly-owned subsidiaries, under which the service period for property management service outsourcing is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB26.534 million (not exceeding RMB11.318 million in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB6.87 million (not exceeding RMB2.29 million in 2025), the agreement amount of Zhendan Company not exceeding RMB3.09 million (not exceeding RMB1.27 million in 2025), the agreement amount of the Longtan Bridge Company not exceeding RMB1.60 million (not exceeding RMB0.53 million in 2025), and the agreement amount of Hanwei Company not exceeding RMB7 million (not exceeding RMB2.1538 million in 2025). The service period for property management service outsourcing is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB10.7108 million (not exceeding RMB2.27 million), the agreement amount of Guangjing Xicheng Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025), the agreement amount of Ninghu Investment Company not exceeding RMB10,000 (not exceeding RMB3,000 in 2025), and the agreement amount of Yangtze River Management Company not exceeding RMB120,000 (not exceeding RMB40,000 in 2025). The service period for office premises leasing is from 1 May 2024 to 30 April 2025, with the agreement amount of Hanwei Company not exceeding RMB3 million (not exceeding RMB1 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Talent Development Group (an associate of the controlling shareholder of the Company) in relation to the training consultancy services and labour outsourcing services of the Company and its non wholly-owned subsidiaries, under which the service period for training consultancy services is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB22.68 million (not exceeding RMB3 million in 2025), the agreement amount of Yangtze River Management Company not exceeding RMB1.2 million (not exceeding RMB0.4 million in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB2.1 million (not exceeding RMB800,000 in 2025), the agreement amount of Changyi Company not exceeding RMB300,000 (not exceeding RMB100,000 in 2025), the agreement amount of Yichang Company not exceeding RMB400,000 (not exceeding RMB100,000 in 2025), and the agreement amount of Ninghu Investment Company not exceeding RMB100,000 (not exceeding RMB60,000 in 2025). The service period for labour outsourcing services is from 1 May 2024 to 30 April 2025. The agreement amount of the Company not exceeding RMB5 million (not exceeding RMB1.4 million in 2025), the agreement amount of Ninghu Investment Company not exceeding RMB320,000 (not exceeding RMB100,000 in 2025), the agreement amount of Longtan Bridge Company not exceeding RMB2.3 million (not exceeding RMB1.5 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with Expressway Energy Company (an associate of the controlling shareholder of the Company) in relation to the leasing and operation of gas stations in Maoshan, Changdanghu, Gehu and Rongbing service areas of the Company and Yixing and Yanqiao service areas of Guangjing Xicheng Company, under which the service period for leasing and operation of gas station is from 1 May 2024 to 30 April 2025, with the aggregate rental amount of the Company not exceeding RMB25 million (not exceeding RMB9 million in 2025) and the aggregate rental amount of Guangjing Xicheng Company not exceeding RMB10 million (not exceeding RMB3.5 million in 2025)	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into a related party transaction agreement with Wufengshan Toll Bridge Company (a connected subsidiary of the Company) in relation to the lease of gas stations in service areas of the Company, under which the service period for the leasing of gas stations in service areas of Wufengshan Toll Bridge Company (Yangzhou Guangling Service Area) is from 1 May 2024 to 30 April 2025, with the aggregate rental amount of the Company not exceeding RMB9 million (not exceeding RMB3.60 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into a related party transaction agreement with Suxichang South Expressway Company (an associate of the controlling shareholder of the Company) in relation to the lease of gas stations in service areas of the Company, under which the service period for the leasing of gas stations in service areas of Suxichang South Expressway Company (Wujin Taihu Bay Service Area) is from 1 May 2024 to 30 April 2025, with the aggregate rental amount of the Company not exceeding RMB5 million (not exceeding RMB1.70 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Media Company (an associate of the controlling shareholder of the Company) in relation to the commissioned production services for promotion, advertising operations and distribution, food festivals, publicity activities such as the compilation and printing of cultural series, and company building renovation of the Company and its non wholly-owned subsidiaries, under which the service period for commissioned production services for promotion is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB5.2475 million (not exceeding RMB100,000 in 2025), and the agreement amount of Yangtze River Company not exceeding RMB200,000 (not exceeding RMB50,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Cuipingshan Hotel (an associate of the controlling shareholder of the Company) in relation to the procurement of goods and services by the Company and its non wholly-owned subsidiaries, under which the service period for the procurement of goods and services is from 1 May 2024 to 30 April 2025, with the agreement amount not exceeding RMB2.11 million (not exceeding RMB570,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with Kuailu Company (an associate of the controlling shareholder of the Company) in relation to the provision of car rental by Kuailu Company for the Company and its non wholly-owned subsidiaries, under which the service period for car rental is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB19.5 million (not exceeding RMB6.5 million in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB4.06 million (not exceeding RMB1.35 million in 2025), the agreement amount of Zhendan Company not exceeding RMB1.41 million (not exceeding RMB470,000 in 2025), the agreement amount of Longtan Bridge Company not exceeding RMB800,000 (not exceeding RMB530,000 in 2025), and the agreement amount of Guangjing Xicheng Company not exceeding RMB1.12 million (not exceeding RMB336,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Maintenance Technology Company (an associate of the controlling shareholder of the Company) in relation to routine maintenance, under which the service period for routine road maintenance is from 1 May 2024 to 30 April 2025, with the agreement amount of Guangjing Xicheng Company not exceeding RMB6.1 million (not exceeding RMB3.25 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Network Operation Company (an associate of the controlling shareholder of the Company) in relation to road network management fees of the Company and its non wholly-owned subsidiaries, under which the service period of road network management fees is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB27 million (not exceeding RMB9 million in 2025), the agreement amount of Zhendan Company not exceeding RMB600,000 (not exceeding RMB200,000 in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB6.3 million (not exceeding RMB2.1 million in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB9.2 million (not exceeding RMB3.5 million in 2025), the agreement amount of Yichang Company not exceeding RMB1.0 million (not exceeding RMB350,000 in 2025), the agreement amount of Changyi Company not exceeding RMB900,000 (not exceeding RMB350,000 in 2025), and the agreement amount of Longtan Bridge Company not exceeding RMB500,000 (not exceeding RMB400,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.



SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 March 2024, the Company entered into an annual framework agreement with the Digital Research Institute (an associate of the controlling shareholder of the Company) in relation to the platform and cloud resource technology services and big model technology application in expressway industry of the Company and its non wholly-owned subsidiaries, under which the service period for "Jiangsu Communications Holding Cloud" and Cloud resource technology service is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB5.3192 million (not exceeding RMB1.7564 million in 2025), the agreement amount of Wufengshan Toll Bridge Company not exceeding RMB200,000 (not exceeding RMB67,000 in 2025), the agreement amount of Zhendan Company not exceeding RMB110,000 (not exceeding RMB35,000 in 2025), the agreement amount of Guangjing Xicheng Company not exceeding RMB1.22 million (not exceeding RMB260,000 in 2025), the agreement amount of Changyi Company not exceeding RMB80,000 (not exceeding RMB20,000 in 2025), the agreement amount of Yichang Company not exceeding RMB140,000 (not exceeding RMB40,000 in 2025), and the agreement amount of Longtan Bridge Company not exceeding RMB100,000 (not exceeding RMB33,000 in 2025); and the service period for big model technology application in expressway industry is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB500,000 (not exceeding RMB200,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with the Factoring Company (an associate of the controlling shareholder of the Company) in respect of the factoring business of the Company and its non wholly-owned subsidiaries. The agreement period for the Company is from 1 May 2024 to 30 April 2025, with the agreement amount of the Company not exceeding RMB6.6 million (not exceeding RMB1 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.
On 28 March 2024, the Company entered into an annual framework agreement with Changyi Company (a connected subsidiary of the Company) in relation to the Company's acceptance of entrusted operation and management of the north section of Changyi Expressway Phase I Project, under which the performance period of entrusted operation and management of the north section of Changyi Expressway Phase I Project is from 1 May 2024 to 30 April 2027, with the agreement amount of the Company not exceeding RMB34.00 million (not exceeding RMB10.00 in 2025, RMB12.00 million in 2026, and RMB5 million in 2027).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 June 2024, the Company entered into an agreement with Expressway Information Company (an associate of the controlling shareholder of the Company) in relation to toll system maintenance services by Expressway Information Company for the Company, under which the agreement term is from 1 July 2024 to 30 June 2025, with the agreement amount of the Company not exceeding RMB3.40 million (not exceeding RMB1.70 million in 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 June 2024 and on the HKEX website at www.hkexnews.hk on 26 June 2024, respectively.
On 26 June 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of the Company) entered into the Energy Management Agreement for Jiangsu Communication Holding Contract for Beijing-Shanghai Expressway Liulaozhuang Service Area Distributed Photovoltaic Project with Jinghu Company (an associate of the controlling shareholder of the Company) in relation to the lease of the site for the 2,763kWp distributed photovoltaic power station project in Liulaozhuang Service Area from Jinghu Company for a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Jinghu Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jinghu Company, and it is expected that the annual tariff reduction will not be higher than RMB134,662.50.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 June 2024 and on the HKEX website at www.hkexnews.hk on 26 June 2024, respectively.
On 26 June 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of the Company) entered into the Energy Management Agreement for Jiangsu Communication Holding Contract with Jiangsu New Materials for Distributed Photovoltaic Project with Jiangsu New Materials Company (an associate of the controlling shareholder of the Company) in relation to the lease of the site for the 564kWp rooftop distributed photovoltaic project from Jiangsu New Materials Company for a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Jiangsu New Materials Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jiangsu New Materials Company, and it is expected that the annual tariff reduction will not be higher than RMB21,822.15.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 June 2024 and on the HKEX website at www.hkexnews.hk on 26 June 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 27 August 2024, the Company entered into an ordinary related party/continuing connected transaction agreement for promotional production with Media Company (an associate of the controlling shareholder of the Company) in relation to the design and production of routine signs and signboards, printing of all kinds of ledgers, and holiday decoration of squares for the Company's operation and development companies and the Huanglushu, Xianrenshan, Douzhuang, Rongbing, Shuijingshan, Yangzhou Guangling service areas, under which the agreement term is from 1 September 2024 to 31 August 2025, with the agreement amount not exceeding RMB424,990 (not exceeding RMB317,990 from 1 January 2025 to 31 August 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 28 August 2024 and on the HKEX website at www.hkexnews.hk on 27 August 2024, respectively.
On 27 August 2024, the Company entered into an ordinary related party/continuing connected transaction agreement for the Ninghu Expressway Changzhou Section command centre renovation project with Micro Video Company (an associate of the controlling shareholder of the Company) to entrust Micro Video Company to carry out information technology upgrading and transformation of Ninghu Expressway Changzhou Section command centre, under which the agreement term is from 1 October 2024 to 31 December 2025, with the agreement amount not exceeding RMB4.24 million (not exceeding RMB2.544 million from 1 January 2025 to 31 December 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 28 August 2024 and on the HKEX website www.hkexnews.hk on 27 August 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 27 September 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into a related party transaction agreement with Jianxing Company (an associate of the controlling shareholder of the Company), under which Jiangsu Communications Holding Renewable Energy Jiangsu Company invested in and constructed a 32.9MW distributed photovoltaic power generation project for the whole road section of Jianchang-Xingcheng Expressway belonging to Jianxing Company and leased the site. According to the agreement, for the project of "Self-Generation and Self-Consumption, with Surplus Power Feed-in", Jiangsu Communications Holding Renewable Energy Jiangsu Company shall provide preferential tariffs to Jianxing Company in lieu of paying site rent to Jianxing Company; and for the project of "Full Feed-in", Jiangsu Communications Holding Renewable Energy Jiangsu Company will pay site rent to Jianxing Company. The parties will re-examine the situation every three years to determine the annual caps for the relevant future three years. For the project of "Self-Generation and Self-Consumption, with Surplus Power Feed-in", Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supplying the power generated by the photovoltaic power station project to Jianxing Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jianxing Company. According to the appraisal report dated 10 July 2024 (North Asia Appraisal Report No. [2024] No. 01-975) (the "Appraisal Report") issued by North Asia Assets Assessment Co., Ltd. (Special General Partnership), the appraisal value of the annual rental for Jianchang-Xingcheng Expressway Service Area and the side slopes held by Jianxing, which is leased by Jiangsu Communications Holding Renewable Energy Jiangsu Company, is RMB411,453 per annum. The agreed tariff concession of 15% is no better than the tariff concession provided by Jiangsu Communications Holding Renewable Energy Jiangsu Company for general industrial and commercial customers, the current general industrial and commercial tariff is RMB0.7/kWh, the annual electricity consumption of the premises along the Expressway is expected to be no higher than 3,078,480 kWh per annum, and the annual reduction of the tariff is expected to be no higher than RMB323,240.4, which is lower than the amount of rental that would be required to be paid if Jiangsu Communications Holding Renewable Energy Jiangsu Company were to pay rent, and is not detrimental to the interests of the Company and all of its shareholders. For the project of "Full Feed-in", according to the Appraisal Report, the annual rent for the side slopes of Jianxing Expressway held by Jianxing Company, which is leased by Jiangsu Communications Holding Renewable Energy Jiangsu Company, is RMB456,422.82. However, in accordance with the Energy Management Agreement, the average annual rent payable by Jiangsu Communications Holding Renewable Energy Jiangsu Company to Jianxing Company for the project of "Full Feed-in" is RMB280,000, which is not higher than the amount of rent payable as calculated in accordance with the Asset Appraisal Report.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 September 2024 and on the HKEX website at www.hkexnews.hk on 26 September 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 September 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into the Energy Management (Land Lease) Agreement for Jiangsu Communication Holding Contract for 32.9MW Distributed Photovoltaic Power Generation Project for the Whole Jianchang-Xingcheng Expressway with Jianxing Company (an associate of the controlling shareholder of the Company) in relation to the lease of the site for the 32.9MW distributed photovoltaic power generation project for the whole Jianchang-Xingcheng Expressway from Jianxing Company for a term of 20 years. According to the agreement, for the project of "Self-Generation and Self-Consumption, with Surplus Power Feed-in", Jiangsu Communications Holding Renewable Energy Jiangsu Company shall provide preferential tariffs to Jianxing Company in lieu of paying site rent to Jianxing Company, and it is expected that the annual tariff reduction will not be higher than RMB323,240.4.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 28 September 2024 and on the HKEX website at www.hkexnews.hk on 27 September 2024, respectively.
On 29 October 2024, the Company entered into a related party/connected transaction agreement with Communications Holding Commercial Operation Company (an associate of the controlling shareholder of the Company) in relation to the lease of supermarket business in Huanglishu, Maoshan, Rongbing and Changdanghu service areas to Communications Holding Commercial Operation Company for operations, under which the agreement term is from 1 December 2024 to 30 November 2027, with the agreement amount not exceeding RMB12.10 million (not exceeding RMB3.63 million in 2025, RMB4.04 million in 2026, and RMB4.13 million from 1 January 2027 to 30 November 2027).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 30 October 2024 and on the HKEX website at www.hkexnews.hk on 29 October 2024, respectively.
On 29 October 2024, the Company's non wholly-owned subsidiary Guangjing Xicheng Company entered into an agreement for ETC gantry system construction with Expressway Information Company (an associate of the controlling shareholder of the Company) in relation to the provision of full service of joint design, manufacturing, installation, testing and training of gantry system by Expressway Information Company for Guangjing Xicheng Company, under which the agreement term is from 1 December 2024 to 31 December 2026, with the agreement amount not exceeding RMB9,137,205 (not exceeding RMB4 million in 2025 and RMB5,037,205 in 2026).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 30 October 2024 and on the HKEX website at www.hkexnews.hk on 29 October 2024, respectively.
On 29 October 2024, the Company entered into an ordinary related party/continuing connected transaction agreement with the Digital Research Institute (an associate of the controlling shareholder of the Company) in relation to the integrated cloud-network-edge-device collaborative construction service, under which the agreement term is from 1 November 2024 to 31 December 2025, with the cumulative agreement amount not exceeding RMB1,280,800 (not exceeding RMB765,600 in 2025).	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 30 October 2024 and on the HKEX website at www.hkexnews.hk on 29 October 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 November 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into the following ordinary related party/continuing connected transaction agreements with Yanjiang Company (an associate of the controlling shareholder of the Company): (1) Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)), as the implementing entity, invested in the construction of a distributed photovoltaic power station project in Qingyang Maintenance Work Area under Yanjiang Company. The total investment of the project is approximately RMB1.0847 million, with 35% of the project capital, corresponding to a capital demand of RMB379,700, all of which shall be paid from the Company's paid-in capital to YS Energy Company, and then paid from YS Energy Company's paid-in capital to Jiangsu Communications Holding Renewable Energy Jiangsu Company; the remaining 65% of the project investment amounting to RMB705,000 shall be paid by the Company with funds in compliance with laws, such as allocation of direct financing funds, etc., or in the form of a project loan by YS Energy Company and/or Jiangsu Communications Holding Renewable Energy Jiangsu Company. (2) Jiangsu Communications Holding Renewable Energy Jiangsu Company entered into the Energy Management Agreement for Jiangsu Communication Holding Contract for Yanjiang Expressway Qingyang Maintenance Work Area 257.24kWp Distributed Photovoltaic Project with Yanjiang Company in relation to the lease of the site for the distributed photovoltaic project in Qingyang Maintenance Work Area from Yanjiang Company for a term of 20 years. Jiangsu Communications Holding Renewable Energy Yanjiang Company will give priority to supply the power generated by the photovoltaic power station project to Yanjiang Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Yanjiang Company. It is expected that the annual tariff reduction will not be higher than RMB10,647.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 November 2024 and on the HKEX website at www.hkexnews.hk on 14 November 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 November 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into the following ordinary related party/continuing connected transaction agreements with Jinghu Company (an associate of the controlling shareholder of the Company): (1) Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)), as the implementing entity, invested in the construction of a distributed photovoltaic power station project in Baoying Service Area under Jinghu Company. The total investment of the project is approximately RMB9.633 million, with 35% of the project capital, corresponding to a capital demand of RMB3.3716 million, all of which shall be paid from the Company's paid-in capital to YS Energy Company, and then paid from YS Energy Company's paid-in capital to Jiangsu Communications Holding Renewable Energy Jiangsu Company; the remaining 65% of the project investment amounting to RMB6.2614 shall be paid by the Company with funds in compliance with laws, such as allocation of direct financing funds, etc., or in the form of a project loan by YS Energy Company and/or Jiangsu Communications Holding Renewable Energy Jiangsu Company. (2) Jiangsu Communications Holding Renewable Energy Jiangsu Company entered into the Energy Management Agreement for Jiangsu Communication Holding Contract for Beijing-Shanghai Expressway Baoying Service Area Phase II Distributed Photovoltaic Project with Jinghu Company in relation to the lease of the site for the distributed photovoltaic project in Baoying Service Area from Jinghu Company for a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Jinghu Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jinghu Company. It is expected that the annual tariff reduction will not be higher than RMB184,758.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 November 2024 and on the HKEX website at www.hkexnews.hk on 14 November 2024, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 November 2024, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into the following ordinary related party/continuing connected transaction agreements with Jinghu Company (an associate of the controlling shareholder of the Company): (1) Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)), as the implementing entity, invested in the construction of a distributed photovoltaic power station project in Gaoyou Maintenance Work Area under Jinghu Company. The total investment of the project is approximately RMB1.6914 million, with 35% of the project capital, corresponding to a capital demand of RMB592,000, all of which shall be paid from the Company's paid-in capital to YS Energy Company, and then paid from YS Energy Company's paid-in capital to Jiangsu Communications Holding Renewable Energy Jiangsu Company, with the remaining 65% of the project investment amounting to RMB1.0994 million. (2) Jiangsu Communications Holding Renewable Energy Jiangsu Company entered into the Energy Management Agreement for Jiangsu Communication Holding Contract for Beijing-Shanghai Expressway Gaoyou Maintenance Work Area Distributed Photovoltaic Project with Yanjiang Company in relation to the lease of the site for the distributed photovoltaic project in Gaoyou Maintenance Work Area from Jinghu Company for a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Jinghu Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Jinghu Company. It is expected that the annual tariff reduction will not be higher than RMB26,061.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 November 2024 and on the HKEX website at www.hkexnews.hk on 14 November 2024, respectively.



SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 November 2024, the Company's subsidiary Longtan Bridge Company entered into an asphalt and new material purchase agreement with Jiangsu New Materials Company (an associate of the controlling shareholder of the Company) in relation to the purchase of asphalt and new materials for construction by Longtan Bridge Company from Jiangsu New Materials, under which the agreements terms is from 1 January 2025 to 31 December 2025, with the agreement amount not exceeding RMB60 million.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 15 November 2024 and on the HKEX website at www.hkexnews.hk on 14 November 2024, respectively.
On 25 November 2024, the Company entered into a property lease agreement with Railway Group Company (an associate of the controlling shareholder of the Company) in relation to the lease of its properties to Railway Group Company for office use, under which the lease period is from 1 January 2025 to 31 December 2025, with the rent of RMB3.97364 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 26 November 2024 and on the HKEX website at www.hkexnews.hk on 25 November 2024, respectively.
On 14 January 2025, the Company entered into an agreement with Micro Video Company (an associate of the controlling shareholder of the Company) for the road section monitoring system blind spot enhancement project, entrusting Micro Video Company to carry out blind spot enhancement and upgrading of the monitoring systems at various management offices along the Shanghai-Nanjing Expressway, under which the agreements terms is from 1 February 2025 to 31 December 2025, with the agreement amount not exceeding RMB3.52 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.
On 14 January 2025, the Company's wholly-owned subsidiary, Hanwei Company, leased part of its property to Micro Video Company (an associate of the controlling shareholder of the Company) for office use, and entered into a property lease agreement with Micro Video Company. The term of the agreement is from 1 February 2025 to 31 January 2028, with a total rental not exceeding RMB3,248,600. The rental is not to exceed RMB982,800 for the period from 1 February 2025 to 31 December 2025, not to exceed RMB1,081,900 for 2026, not to exceed RMB1,092,800 for 2027, and not to exceed RMB91,100 for the period from 1 January 2028 to 31 January 2028.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.
On 14 January 2025, the Company's non wholly-owned subsidiary, Guangjing Xicheng Company, entered into an advertising cooperation and management connected transaction agreement with Media Company (an associate of the controlling shareholder of the Company). Under the agreement, the advertising resources owned by Guangjing Xicheng Company are to be wholly outsourced to Media Company for external tendering and release. The term of the agreement is from 15 January 2025 to 31 December 2027, with a total contract value not exceeding RMB16.4 million, of which: the amount for the period from 15 January 2025 to 31 December 2025 is not to exceed RMB6.9 million; the amount for 2026 is not to exceed RMB5 million; and the amount for 2027 is not to exceed RMB4.5 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 January 2025, Jiangsu Communications Holding Renewable Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company (a wholly-owned subsidiary of the Company)) entered into an Energy Management Contract for the Phase I Distributed Photovoltaic Power Generation Project at the South Mainline Toll Station of the Sutong Bridge with the Sutong Bridge Company (an associate of the controlling shareholder of the Company) for leasing its site for the distributed photovoltaic power station project, with a term of 20 years. Jiangsu Communications Holding Renewable Energy Jiangsu Company will give priority to supply the power generated by the photovoltaic power station project to Sutong Bridge Company during the agreed operation period, and provide a 15% discount on the electricity price of the local power grid during the same period, in lieu of paying site rent to Sutong Bridge Company. According to the appraisal report dated 6 December 2024 (North Asia Appraisal Report No. [2024] No. 01-1246) issued by North Asia Assets Assessment Co., Ltd. (Special General Partnership), the annual rental for the vacant land and ancillary facilities at the South Mainline Toll Station held by the Sutong Bridge Company, which is involved in the lease by Sujiaokong Qingneng Jiangsu Company, is RMB64,800. The agreed tariff concession of 15% is no better than the tariff concession provided by Jiangsu Communications Holding Renewable Energy Jiangsu Company for general industrial and commercial customers, the current general industrial and commercial tariff is RMB0.7/kWh, the annual electricity consumption of the service area is expected not to exceed 589,400 kWh per annum, and the annual reduction of the tariff is expected to be no higher than RMB61,887, which is lower than the amount of rental that would be required to be paid if Jiangsu Communications Holding Renewable Energy Jiangsu Company were to pay rent, and is not detrimental to the interests of the Company and all of its shareholders. The parties will re-examine the situation every three years to determine the annual caps for the relevant future three years.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.
On 14 January 2025, the Company entered into a connected transaction agreement for the lease of optical cable pipeline operating rights with Digital Research Institute (an associate of the controlling shareholder of the Company), whereby the Company will lease the operating rights of certain communication pipelines owned by it to Digital Research Institute for operation. The term of the agreement is from 1 February 2025 to 31 January 2028, with a cumulative contract amount not exceeding RMB3,440,400, of which: the amount from 1 February 2025 to 31 December 2025 did not exceed RMB1,051,200, the amount for 2026 did not exceed RMB1,146,800, the amount for 2027 did not exceed RMB1,146,800, and the amount from 1 January 2028 to 31 January 2028 did not exceed RMB95,600.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.
On 14 January 2025, the Company, the Factoring Company (an associate of the controlling shareholder of the Company) and Kaitong Company, the lessee of the Yangcheng Lake Service Area of the Shanghai-Nanjing Expressway, entered into a commercial factoring contract. Pursuant to the contract, the Company will transfer its accounts receivable from Kaitong Company under the “Yangcheng Lake Service Area Lease and Operation Contract” to the Factoring Company, which will provide non-recourse commercial factoring services. The term of the contract is from 15 January 2025 to 31 December 2025, with a cumulative factoring limit not exceeding RMB23 million.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into an annual framework agreement with Micro Video Company (an associate of the controlling shareholder of the Company) in respect of cloud check-in technical services, three-business cloud migration technical services, procurement of maintenance and drainage equipment positioning and dispatch devices, insurance claim collection services for the breakdown and rescue fee payment system, cloud empowerment services for toll lane FFT2.0, archive system construction services, compilation of toll station rate tables, maintenance fees for breakdown mobile payment and tax control systems, cloud toll pilot upgrade for special toll optimisation projects, network intelligent upgrade and transformation of the retail management system for service area petrol stations, cloud gateway for licence plates, and promotion and application projects for maintenance area systems. Under the agreement, Micro Video Company will provide the relevant system software construction and maintenance services for the Company and its subsidiaries. The period of the agreement for cloud check-in technical services for the Company is from 1 May 2025 to 31 December 2026, with the agreement amount not exceeding RMB4.8 million (not exceeding RMB1.92 million in 2025 and RMB2.88 million in 2026); the term of the agreement for Wufengshan Bridge Company is from 1 May 2025 to 30 April 2026, with the agreement amount not exceeding RMB0.3 million (not exceeding RMB0.2 million in 2025 and RMB0.1 million in 2026); the period of the agreement for Longtan Bridge Company is from 1 May 2025 to 30 April 2026, with the agreement amount not exceeding RMB0.5 million (not exceeding RMB0.25 million in 2025 and RMB0.25 million in 2026). The term of the agreement for three-business cloud migration technical services is from 1 May 2025 to 30 April 2026, with the contract value for the Company not exceeding RMB0.6 million (not exceeding RMB0.4 million in 2025 and RMB0.2 million in 2026); the contract value for Wufengshan Bridge Company not exceeding RMB0.15 million (not exceeding RMB0.1 million in 2025 and RMB0.05 million in 2026); the contract value for Longtan Bridge Company not exceeding RMB0.3 million (not exceeding RMB0.15 million in 2025 and RMB0.15 million in 2026); the contract value for Guangjing Xicheng Company not exceeding RMB0.4 million (not exceeding RMB0.25 million in 2025 and RMB0.15 million in 2026); the contract value for Yichang Company not exceeding RMB0.15 million (not exceeding RMB0.1 million in 2025 and RMB0.05 million in 2026); the contract value for Changyi Company not exceeding RMB0.06 million (not exceeding RMB0.04 million in 2025 and RMB0.02 million in 2026). The term of the agreement for the procurement of maintenance and drainage equipment positioning and dispatch devices is from 1 May 2025 to 31 December 2026, with the contract value for the Company not exceeding RMB3 million (not exceeding RMB1 million in 2025 and RMB2 million in 2026). The term of the agreement for maintenance fees for breakdown mobile payment and tax control systems is from 1 May 2025 to 30 April 2026, with the contract value for the Company not exceeding RMB0.2 million (not exceeding RMB0.12 million in 2025 and RMB0.08 million in 2026); the contract value for Zhen Dan Company not exceeding RMB0.03 million (not exceeding RMB0.02 million in 2025 and RMB0.01 million in 2026); the contract value for Wufengshan Bridge Company not exceeding RMB0.05 million (not exceeding RMB0.03 million in 2025 and RMB0.02 million in 2026); the contract value for Longtan Bridge Company not exceeding RMB0.015 million (not exceeding RMB0.01 million in 2025 and RMB0.005 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
The term of the agreement for the Toll Lane Cloud Empowerment Service FFT2.0 is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB744,000 (not exceeding RMB372,000 in 2025 and RMB372,000 in 2026); the agreement amount of Wufengshan Bridge Company did not exceed RMB72,000 (not exceeding RMB36,000 in 2025 and RMB36,000 in 2026); the agreement amount of Zhendan Company did not exceed RMB39,000 (not exceeding RMB14,000 in 2025 and RMB25,000 in 2026); the agreement amount of Guangjing Xicheng Company did not exceed RMB450,000 (not exceeding RMB300,000 in 2025 and RMB150,000 in 2026); the agreement amount of Yichang Company did not exceed RMB45,000 (not exceeding RMB30,000 in 2025 and RMB15,000 in 2026); the agreement amount of Changyi Company did not exceed RMB45,000 (not exceeding RMB30,000 in 2025 and RMB15,000 in 2026); the agreement amount of Longtan Bridge Company did not exceed RMB45,000 (not exceeding RMB22,000 in 2025 and RMB23,000 in 2026). The term of the agreement for the Archive System Construction Service is from 1 May 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB250,000. The term of the agreement for the Toll Station Rate Table Compilation is from 1 May 2025 to 1 July 2025, with the agreement amount of Longtan Bridge Company not exceeding RMB150,000. The term of the agreement for the Maintenance Fee for the Clearance Mobile Payment and Tax Control System is from 1 January 2026 to 31 December 2026, with the agreement amount of Guangjing Xicheng Company not exceeding RMB28,000; the agreement amount of Yichang Company not exceeding RMB28,000. The term of the agreement for the Cloud Tolling Pilot Upgrade under the Toll Special Optimisation Project is from 1 May 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB1,980,000. The agreement term for the network and intelligent upgrade of the service area petrol station retail management system is from 1 May 2025 to 31 December 2026, with the agreement amount of the Company not exceeding RMB2.5 million (not exceeding RMB1.0 million in 2025 and RMB1.5 million in 2026). The agreement term for the vehicle licence plate cloud gateway is from 1 May 2025 to 31 December 2025, with the agreement amount of the Zhendan Company not exceeding RMB40,000. The agreement term for the promotion and application project of the maintenance work area system is from 1 May 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB3.0 million.	

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into an annual framework agreement with Expressway Information Company (an associate of the controlling shareholder of the Company) in respect of the maintenance of the electromechanical systems, the maintenance of the smart management platform for service areas, and the procurement services for electromechanical system spare parts for the Company and its non wholly-owned subsidiaries, whereby Expressway Information Company will provide the aforementioned information platform deployment and maintenance services to the Company and its non wholly-owned Subsidiary subsidiaries. The term of the agreement for the maintenance of the electromechanical systems is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB4.36 million (not exceeding RMB1.94 million in 2025 and RMB2.42 million in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB1.20 million (not exceeding RMB800,000 in 2025 and RMB400,000 in 2026); the agreement amount of Yichang Company not exceeding RMB180,000 (not exceeding RMB120,000 in 2025 and RMB60,000 in 2026); and the agreement amount of Changyi Company not exceeding RMB150,000 (not exceeding RMB100,000 in 2025 and RMB50,000 in 2026). The term of the agreement for the maintenance of the smart management platform for service areas is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB572,000 (not exceeding RMB286,000 in 2025 and RMB286,000 in 2026); the agreement amount of Zhen Dan Company not exceeding RMB55,200 (not exceeding RMB27,600 in 2025 and RMB27,600 in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB57,200 (not exceeding RMB28,600 in 2025 and RMB28,600 in 2026). The term of the agreement for the procurement services for electromechanical system spare parts is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB500,000 (not exceeding RMB250,000 in 2025 and RMB250,000 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with Tongxingbao Company (an associate of the controlling shareholder of the Company) in respect of network system services such as cloud scheduling technology services and SD-WAN technology services, road network technology services, cloud toll collection procurement projects, ETC customer service outlet leasing, ETC refuelling aggregated payment technology services, electronic file management system services, mobile payment and licence plate cloud services for the Company and its non wholly-owned subsidiaries. The agreement term for cloud scheduling technology services is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB2.01 million (not exceeding RMB1.34 million in 2025 and RMB0.67 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB0.30 million (not exceeding RMB0.20 million in 2025 and RMB0.10 million in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB0.60 million (not exceeding RMB0.40 million in 2025 and RMB0.20 million in 2026); the agreement amount of Yichang Company not exceeding RMB0.33 million (not exceeding RMB0.22 million in 2025 and RMB0.11 million in 2026); the agreement amount of Changyi Company not exceeding RMB0.06 million (not exceeding RMB0.04 million in 2025 and RMB0.02 million in 2026); the agreement amount of Zhendan Company not exceeding RMB0.06 million (not exceeding RMB0.04 million in 2025 and RMB0.02 million in 2026); the agreement amount of Longtan Bridge Company not exceeding RMB1.34 million (not exceeding RMB0.67 million in 2025 and RMB0.67 million in 2026). The agreement term for SD-WAN technology services is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB4.90 million (not exceeding RMB3.2667 million in 2025 and RMB1.6333 million in 2026); the agreement amount of Zhendan Company not exceeding RMB0.25 million (not exceeding RMB0.1667 million in 2025 and RMB0.0833 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB0.42 million (not exceeding RMB0.28 million in 2025 and RMB0.14 million in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB1.57 million (not exceeding RMB1.05 million in 2025 and RMB0.52 million in 2026); the agreement amount of Yichang Company not exceeding RMB0.18 million (not exceeding RMB0.12 million in 2025 and RMB0.06 million in 2026); the agreement amount of Changyi Company not exceeding RMB0.18 million (not exceeding RMB0.12 million in 2025 and RMB0.06 million in 2026); the agreement amount of Longtan Bridge Company not exceeding RMB0.34 million (not exceeding RMB0.17 million in 2025 and RMB0.17 million in 2026). The agreement term for road network technology service fees is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB24.50 million (not exceeding RMB16.00 million in 2025 and RMB8.50 million in 2026); the agreement amount of Zhendan Company not exceeding RMB0.50 million (not exceeding RMB0.35 million in 2025 and RMB0.15 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB4.20 million (not exceeding RMB2.80 million in 2025 and RMB1.40 million in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB6.80 million (not exceeding RMB4.50 million in 2025 and RMB2.30 million in 2026); the agreement amount of Yichang Company not exceeding RMB0.60 million (not exceeding RMB0.40 million in 2025 and RMB0.20 million in 2026);	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
the agreement amount of Changyi Company not exceeding RMB0.60 million (not exceeding RMB0.40 million in 2025 and RMB0.20 million in 2026); the agreement amount of Longtan Bridge Company not exceeding RMB0.40 million (not exceeding RMB0.25 million in 2025 and RMB0.15 million in 2026). The agreement term for the cloud toll collection procurement project is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB7.34 million (not exceeding RMB4.3933 million in 2025 and RMB2.9467 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB0.60 million (not exceeding RMB0.40 million in 2025 and RMB0.20 million in 2026); the agreement amount of Zhendan Company not exceeding RMB0.36 million (not exceeding RMB0.24 million in 2025 and RMB0.12 million in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB1.80 million (not exceeding RMB1.08 million in 2025 and RMB0.72 million in 2026); the agreement amount of Changyi Company not exceeding RMB0.40 million (not exceeding RMB0.24 million in 2025 and RMB0.16 million in 2026); the agreement amount of Yichang Company not exceeding RMB0.20 million (not exceeding RMB0.12 million in 2025 and RMB0.08 million in 2026). The term of the Electronic Archive Management System Service Agreement is from 1 May 2025 to 31 December 2025, with the contract amount for the Company not exceeding RMB500,000. The term of the ETC Fuel Aggregated Payment Technology Service Agreement is from 1 May 2025 to 30 April 2026, with the contract amount for the Company not exceeding RMB6 million (not exceeding RMB4 million in 2025 and RMB2 million in 2026). The term of the Mobile Payment and Vehicle Licence Plate Cloud Service Agreement is from 1 May 2025 to 31 December 2026, with the contract amount for Longtan Bridge Company not exceeding RMB120,000 (not exceeding RMB60,000 in 2025 and RMB60,000 in 2026). The terms and contract amounts of the ETC Customer Service Outlet Leasing Agreements are as follows: The term of the agreement for the Company is from 1 May 2025 to 30 April 2028, with the agreement amount not exceeding RMB2.4 million (not exceeding RMB530,000 in 2025, RMB800,000 in 2026, RMB800,000 in 2027, and RMB270,000 in 2028); the term of the agreement for Guangjing Xicheng Company is from 1 May 2025 to 30 April 2026, with the agreement amount not exceeding RMB50,000 (not exceeding RMB33,000 in 2025 and RMB17,000 in 2026).	

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with Modern Road & Bridge Corporation (an associate of the controlling shareholder of the Company) in respect of the Company's building renovation projects, the daily maintenance projects of the Company and its non wholly-owned subsidiaries, and the special maintenance and repair projects of roads and bridges, under which Modern Road & Bridge Corporation will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. Among them: the agreement period for daily maintenance projects is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB42.66 million (not exceeding RMB28.44 million in 2025 and RMB14.22 million in 2026); the agreement amount of Wufengshan Bridge Company is not exceeding RMB8.14 million (not exceeding RMB5.43 million in 2025 and RMB2.71 million in 2026); the agreement amount of Zhendan Company is not exceeding RMB4.344 million (not exceeding RMB2.896 million in 2025 and RMB1.448 million in 2026); the agreement amount of Guangjing Xicheng Company is not exceeding RMB23.23 million (not exceeding RMB15.73 million in 2025 and RMB7.50 million in 2026); the agreement amount of Yichang Company is not exceeding RMB2.80 million (not exceeding RMB1.97 million in 2025 and RMB0.83 million in 2026); the agreement amount of Changyi Company is not exceeding RMB2.13 million (not exceeding RMB1.42 million in 2025 and RMB0.71 million in 2026). The agreement period for special maintenance, repair, and upgrade projects of roads and bridges is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB200.65 million (not exceeding RMB151.15 million in 2025 and RMB49.50 million in 2026); the agreement amount of Guangjing Xicheng Company is not exceeding RMB21.75 million (not exceeding RMB21.75 million in 2025); the agreement amount of Yichang Company is not exceeding RMB0.48 million (not exceeding RMB0.48 million in 2025); the agreement amount of Changyi Company is not exceeding RMB0.96 million (not exceeding RMB0.96 million in 2025). The agreement period for building renovation projects is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB61.46 million (not exceeding RMB57.41 million in 2025 and RMB4.05 million in 2026).	For details of the framework agreement, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 27 March 2025 and on the HKEX website at www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 30 September 2025, the Company entered into a supplemental agreement to the connected transaction framework agreement with Modern Road & Bridge Corporation in relation to the routine road maintenance projects, special road maintenance and repair projects, property renovation projects and special road and bridge design projects of the Company's subsidiaries, whereby Modern Road & Bridge Corporation will provide the aforementioned services to the Company and its subsidiaries. The term of the agreements for the routine road maintenance projects is from 1 October 2025 to 30 April 2026, of which: the agreement amount of Guangjing Xicheng Company did not exceed RMB3 million (not exceeding RMB2.8 million in 2025 and RMB0.2 million in 2026); the agreement amount of Yichang Company did not exceed RMB0.6 million (not exceeding RMB0.5 million in 2025 and RMB0.1 million in 2026); the agreement amount of Changyi Company did not exceed RMB0.6 million (not exceeding RMB0.5 million in 2025 and RMB0.1 million in 2026). For the special road maintenance and repair projects, the term of the agreement for the Company is from 1 October 2025 to 30 April 2026, with an agreement amount not exceeding RMB64.25 million (not exceeding RMB40 million in 2025 and RMB24.25 million in 2026); the term of the agreement for Guangjing Xicheng Company is from 1 October 2025 to 31 December 2025, with an agreement amount not exceeding RMB5.01 million; the term of the agreement for Yichang Company is from 1 October 2025 to 20 November 2025, with an agreement amount not exceeding RMB1.254 million. The term of the agreement for the property renovation project of the Nanjing Toll Station on the Shanghai-Nanjing Expressway is from 1 October 2025 to 30 April 2026, with an agreement amount of the Company not exceeding RMB58.82 million (not exceeding RMB13.82 million in 2025 and RMB45 million in 2026). The agreement period for the Road and Bridge Specialised Design Project commences on 1 October 2025 and ends on 31 December 2025, with the agreement amount of the Company not exceeding RMB1.04 million.	For details of the supplemental agreement, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 26 March 2025, the Company entered into annual framework agreements with Modern Testing Company (an associate of the controlling shareholder of the Company) in respect of the Company's property leasing projects and the road and bridge inspection and testing services for the Company and its non wholly-owned subsidiaries. Among them: the agreement period for road and bridge inspection and testing services is from 1 May 2025 to 31 December 2025, with the Company's agreement amount not exceeding RMB3.05 million; the agreement amount of Guangjing Xicheng Company is not exceeding RMB5.96 million; the agreement amount of Changyi Company is not exceeding RMB1.08 million; the agreement amount of Yichang Company is not exceeding RMB1.08 million. The lease agreement term for the property is from 1 May 2025 to 30 April 2028, with the agreement amount of the Company not exceeding RMB5.07 million (not exceeding RMB1.13 million in 2025, RMB1.69 million in 2026, RMB1.69 million in 2027, and RMB0.56 million in 2028).	For details of the framework agreement, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 27 March 2025 and on the HKEX website at www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 30 September 2025, the Company entered into a supplemental agreement to the connected transaction framework agreement with Modern Testing Company in relation to the Company's road and bridge inspection and testing services. The term of the road and bridge inspection and testing services agreement is from 1 October 2025 to 31 May 2026, with the agreement amount not exceeding RMB1.2 million (not exceeding RMB1.0 million in 2025 and RMB0.2 million in 2026).	For details of the supplemental agreement, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 26 March 2025, the Company entered into annual framework agreements with Maintenance Technology Company an associate of the controlling shareholder of the Company) in respect of comprehensive maintenance technology services, basic council membership fees, and project planning and consultancy services for the expressway capacity expansion planning scheme solicitation project, pursuant to which Maintenance Technology Company will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The agreement term for comprehensive maintenance technology services is from 1 May 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB19.33 million; the agreement amount of Zhendan Company not exceeding RMB0.45 million; the agreement amount of Wufengshan Bridge Company not exceeding RMB1.38 million; the agreement amount of Guangjing Xicheng Company not exceeding RMB4.00 million; the agreement amount of Changyi Company not exceeding RMB0.50 million; the agreement amount of Yichang Company not exceeding RMB0.50 million; and the agreement amount of Longtan Bridge Company not exceeding RMB2.80 million. The agreement term for basic council membership fees is from 1 May 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB3.90 million; the agreement amount of Zhendan Company not exceeding RMB0.12 million; the agreement amount of Wufengshan Bridge Company not exceeding RMB0.52 million; the agreement amount of Guangjing Xicheng Company not exceeding RMB1.00 million; the agreement amount of Changyi Company not exceeding RMB0.20 million; and the agreement amount of Yichang Company not exceeding RMB0.20 million. The agreement period for the Planning and Consulting Services Project for the G145 Expressway Expansion Scheme Solicitation is from 1 May 2025 to 30 June 2025, with the agreement amount of the Company not exceeding RMB2 million.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with Jiangsu Jiakong Commercial Operation Co., Ltd. (an associate of the controlling shareholder of the Company) in respect of property management services outsourcing, materials procurement, and office premises leasing for the Company and its non wholly-owned subsidiaries. The agreement period for property management services outsourcing is from 1 May 2025 to 30 April 2026. The Company is not exceeding RMB20.975 million (not exceeding RMB14.0406 million in 2025 and RMB6.9344 million in 2026); the agreement amount of Wufengshan Bridge Company is not exceeding RMB6.6 million (not exceeding RMB4.4 million in 2025 and RMB2.2 million in 2026); the agreement amount of Zhendan Company is not exceeding RMB3.42 million (not exceeding RMB2.28 million in 2025 and RMB1.14 million in 2026); the agreement amount of Ninghu Investment Company is not exceeding RMB0.45 million (not exceeding RMB0.283 million in 2025 and RMB0.167 million in 2026); the agreement amount of Longtan Bridge Company is not exceeding RMB2.66 million (not exceeding RMB1.78 million in 2025 and RMB0.88 million in 2026); the agreement amount of Hanwei Company is not exceeding RMB5.65 million (not exceeding RMB3.77 million in 2025 and RMB1.88 million in 2026); the agreement amount of YS Energy Company is not exceeding RMB0.63 million (not exceeding RMB0.63 million in 2025). The agreement period for materials procurement services is from 1 May 2025 to 30 April 2026. The Company is not exceeding RMB1.3 million (not exceeding RMB0.8 million in 2025 and RMB0.5 million in 2026); the agreement amount of Guangjing Xicheng Company is not exceeding RMB0.3 million (not exceeding RMB0.2 million in 2025 and RMB0.1 million in 2026). The term of the property leasing agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of Ninghu Investment Company not exceeding RMB2.75 million (not exceeding RMB1.85 million in 2025 and RMB0.90 million in 2026); the agreement amount of YS Energy Company not exceeding RMB7.50 million (not exceeding RMB5.00 million in 2025 and RMB2.50 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with Talent Development Group (an associate of the controlling shareholder of the Company) in respect of training and consultancy services and labour outsourcing services for the Company and its non wholly-owned subsidiaries, whereby Talent Development Group will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. Among these: the term of the training and consultancy services agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB24.00 million (not exceeding RMB10.00 million in 2025 and RMB14.00 million in 2026); the agreement amount of Yangtze River Management Company not exceeding RMB0.405 million (not exceeding RMB0.405 million in 2025); the agreement amount of Guangjing Xicheng Company not exceeding RMB1.08 million (not exceeding RMB1.08 million in 2025); the agreement amount of Changyi Company not exceeding RMB0.135 million (not exceeding RMB0.135 million in 2025); the agreement amount of Yichang Company not exceeding RMB0.225 million (not exceeding RMB0.225 million in 2025); the agreement amount of YS Energy Company not exceeding RMB0.57 million (not exceeding RMB0.52 million in 2025 and RMB0.05 million in 2026); the agreement amount of Rudong Company not exceeding RMB0.03 million (not exceeding RMB0.03 million in 2025); and the agreement amount of Ninghu Investment Company not exceeding RMB0.10 million (not exceeding RMB0.05 million in 2025 and RMB0.05 million in 2026). The term of the labour outsourcing services agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of Wufengshan Bridge Company not exceeding RMB5.80 million (not exceeding RMB4.40 million in 2025 and RMB1.40 million in 2026); and the agreement amount of Ninghu Investment Company not exceeding RMB0.30 million (not exceeding RMB0.20 million in 2025 and RMB0.10 million in 2026). The term of the hotel, catering and accommodation services agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of Ninghu Property Kunshan Company not exceeding RMB0.20 million (not exceeding RMB0.14 million in 2025 and RMB0.06 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.



SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with Jiangsu High-speed Energy Co., Ltd. (an associate of the controlling shareholder of the Company) in respect of the leasing and operation of service area petrol stations at Maoshan, Changdang Lake, Ge Lake and Rongbing of the Company and at Yixing and Yanqiao of the Company's subsidiary Guangjing Xicheng Company, and the provision of a comprehensive internal control management system and technical services for transportation energy by the Company's subsidiary YS Energy Company to Jiangsu High-speed Energy Co., Ltd., under which: the term of the agreement for the petrol station leasing project is from 1 May 2025 to 30 April 2026, with the agreed amount between Jiangsu High-speed Energy Co., Ltd. (as the lessee) and the Company (as the lessor) not exceeding RMB20 million (not exceeding RMB12.5 million in 2025 and RMB7.5 million in 2026); and the agreed amount between Jiangsu High-speed Energy Co., Ltd. (as the lessee) and Guangjing Xicheng Company (as the lessor) not exceeding RMB6.3 million (not exceeding RMB4.5 million in 2025 and RMB1.8 million in 2026). The term of the agreement for the provision of the comprehensive internal control management system and technical services is from 1 May 2025 to 30 April 2026, with the agreed amount between YS Energy Company (as the service provider) and Jiangsu High-speed Energy Co., Ltd. (as the service recipient) not exceeding RMB2 million (not exceeding RMB1 million in 2025 and RMB1 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into a connected transaction agreement with Taixing Oil Products Company (an associate of the controlling shareholder of the Company) in respect of the leasing of service area petrol stations of its subsidiary Guangjing Xicheng Company. The term of the agreement for the petrol station leasing project is from 1 May 2025 to 30 April 2026, with the agreed amount between Guangjing Xicheng Company and Taixing Oil Products Company not exceeding RMB2 million (not exceeding RMB1 million in 2025 and RMB1 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into a connected transaction agreement with Wufengshan Bridge Company (a connected subsidiary of the Company) in relation to the leasing of the Company's service area petrol stations. The term of the agreement for the leasing of the service area petrol stations (Yangzhou Guangling) project of Wufengshan Bridge Company is from 1 May 2025 to 30 April 2026. The agreed amount between Wufengshan Bridge Company and the Company did not exceed RMB5 million (not exceeding RMB3 million in 2025 and RMB2 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into a connected transaction agreement with Southern Su-Xi-Chang Expressway Company (a connected person of the Company's controlling shareholder) in relation to the leasing of the Taihu Bay Service Area petrol stations on the Southern Su-Xi-Chang Expressway by the Company and the entrusted management of the Taihu Bay Service Area by the wholly-owned subsidiary, Changjiang Shangneng Company. The term of the agreement for the service area petrol station leasing project is from 1 May 2025 to 30 April 2026. The agreed amount between Southern Su-Xi-Chang Expressway Company (as the lessor) and the Company (as the lessee) did not exceed RMB4 million (not exceeding RMB2.5 million in 2025 and RMB1.5 million in 2026). The term of the agreement for the entrusted management services of the Taihu Bay Service Area is from 1 May 2025 to 30 April 2028. The agreed amount between Southern Su-Xi-Chang Expressway Company (as the entrusting party) and Changjiang Shangneng Company (as the entrusted party) did not exceed RMB13.34 million (not exceeding RMB3.87 million in 2025, RMB3.94 million in 2026, RMB4.13 million in 2027, and RMB1.4 million in 2028).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into annual framework agreements with Communications Media Company (an associate of the controlling shareholder of the Company) in respect of promotional activities such as commissioned production services for publicity, the Company's building renovation project and the advertising business cooperation project. In relation to the agreement for promotional activities such as commissioned production services for publicity, the term of the Company's agreement is from 1 June 2025 to 31 December 2025, with the agreement amount not exceeding RMB3.58 million (not exceeding RMB3.255 million in 2025 and RMB0.325 million in 2026); the term of Yangtze River Management Company's agreement is from 1 May 2025 to 31 December 2025, with the agreement amount not exceeding RMB0.2 million; the term of Longtan Bridge Company's agreement is from 1 May 2025 to 31 December 2025, with the agreement amount not exceeding RMB1 million; the term of YS Energy Company's agreement is from 1 May 2025 to 17 July 2028, with the agreement amount not exceeding RMB0.814 million (not exceeding RMB0.2856 million in 2025, RMB0.4428 million in 2026, RMB0.0428 million in 2027, and RMB0.0428 million in 2028). The project period for the Company's building renovation project is from 1 May 2025 to 30 April 2026, with the Company's contract value not exceeding RMB13.88 million (not exceeding RMB13.08 million in 2025 and RMB0.8 million in 2026); the project period for Wufengshan Bridge Company is from 1 July 2025 to 1 December 2025, with the agreement amount not exceeding RMB0.4 million; the project period for Zhen Dan Company is from 1 July 2025 to 1 December 2025, with the agreement amount not exceeding RMB0.3 million; the project period for YS Energy Company is from 1 May 2025 to 31 December 2025, with the agreement amount not exceeding RMB0.4 million. The term of the agreement for the advertising business cooperation project is from 1 May 2025 to 30 April 2028, with the contract value for Ninghu Investment Company (the lessor) not exceeding RMB90 million (not exceeding RMB22.5 million in 2025, not exceeding RMB30 million in 2026, RMB30 million in 2027 and RMB7.5 million in 2028).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 30 September 2025, the Company entered into a supplemental agreement to the connected transaction framework agreement with Communications Media Company regarding the Company's building renovation projects and the design, planning, and promotion of promotional activities for service areas. The term for the Company's building renovation projects is from 1 October 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB14.22 million (not exceeding RMB9.22 million in 2025 and RMB5.00 million in 2026). The term of the agreement for the promotional activity design, planning, and promotion project at Gehu Service Area shall be from 1 October 2025 to 31 December 2025, with the contract value not exceeding RMB600,000.	For details of the supplemental agreement, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 26 March 2025, the Company entered into an annual framework agreement with Cuiping Mountain Hotel (an associate of the controlling shareholder of the Company) in respect of the procurement of goods and services by the Company and its non wholly-owned subsidiaries, pursuant to which Cuiping Mountain Hotel will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The term of the agreement for the procurement of goods and services and other items is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB1.54 million (not exceeding RMB1.12 million in 2025 and RMB0.42 million in 2026); the agreement amount of Yangtze River Company did not exceed RMB36,000 (not exceeding RMB36,000 in 2025); the agreement amount of Guangjing Xicheng Company did not exceed RMB0.405 million (not exceeding RMB0.405 million in 2025); the agreement amount of Changyi Company did not exceed RMB24,000 (not exceeding RMB24,000 in 2025); the agreement amount of Yichang Company did not exceed RMB51,000 (not exceeding RMB51,000 in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into an annual framework agreement with Kuaidu Company (an associate of the controlling shareholder of the Company) in respect of the provision of vehicle leasing, land leasing and compensation repayment matters to the Company and its non wholly-owned subsidiaries by Kuaidu Company. The term of the agreement for the vehicle leasing project is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB18.88 million (not exceeding RMB9 million in 2025 and RMB9.88 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB3.705 million (not exceeding RMB2.4733 million in 2025 and RMB1.2317 million in 2026); the agreement amount of Zhendan Company not exceeding RMB1.3867 million (not exceeding RMB0.9245 million in 2025 and RMB0.4622 million in 2026); and the agreement amount of Guangjing Xicheng Company not exceeding RMB0.55 million (not exceeding RMB0.275 million in 2025 and RMB0.275 million in 2026). The agreement amount of YS Energy Company did not exceed RMB50,000 (not exceeding RMB50,000 in 2025); the agreement amount of Sujiaokong Rudong Offshore Wind Power Co., Ltd. did not exceed RMB20,000 (not exceeding RMB20,000 in 2025). The term of the agreement for the land leasing matter is from 1 April 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB241,750. The term of the compensation repayment agreement is from 1 April 2025 to 31 December 2025, with the agreement amount of the Company not exceeding RMB6,970,600.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with the Engineering Maintenance Company (an associate of the controlling shareholder of the Company) in respect of the routine maintenance and inspection services for roads and bridges for its subsidiaries. Pursuant to the agreements, the Engineering Maintenance Company will provide the aforementioned services to the Company and its subsidiaries. The term of the agreements for the routine maintenance and inspection services for roads and bridges is from 1 May 2025 to 30 April 2026, with the agreement amount of Wufengshan Bridge Company not exceeding RMB2,200,000 (not exceeding RMB2,200,000 in 2025); the agreement amount of Guangjing Xicheng Company not exceeding RMB3,537,000 (not exceeding RMB3,537,000 in 2025); the agreement amount of Changyi Company not exceeding RMB91,000 (not exceeding RMB91,000 in 2025); for Yichang Company did not exceed RMB192,000 (not exceeding RMB192,000 in 2025); and the agreement amount of Longtan Bridge Company not exceeding RMB13,710,000 (not exceeding RMB10,810,000 in 2025 and RMB2,900,000 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into an annual framework agreement with the High-speed Network Company (an associate of the controlling shareholder of the Company) in respect of the technical services for road network management for the Company and its subsidiaries. Pursuant to the agreement, the High-speed Network Company will provide the aforementioned services to the Company and its subsidiaries. The term of the agreement for the technical services for road network management is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB29,000,000 (not exceeding RMB18,000,000 in 2025 and RMB11,000,000 in 2026); the agreement amount of Zhen Dan Company not exceeding RMB500,000 (not exceeding RMB350,000 in 2025 and RMB150,000 in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB5,400,000 (not exceeding RMB3,600,000 in 2025 and RMB1,800,000 in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB7,500,000 (not exceeding RMB5,000,000 in 2025 and RMB2,500,000 in 2026); the agreement amount of Yichang Company not exceeding RMB750,000 (not exceeding RMB500,000 in 2025 and RMB250,000 in 2026); the agreement amount of Changyi Company not exceeding RMB750,000 (not exceeding RMB500,000 in 2025 and RMB250,000 in 2026); the agreement amount of Longtan Bridge Company not exceeding RMB400,000 (not exceeding RMB250,000 in 2025 and RMB150,000 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into annual framework agreements with the Digital Research Institute (an associate of the controlling shareholder of the Company) in respect of cloud resource technical services and video conference network technology upgrade services for the Company and its non wholly-owned subsidiaries, whereby the Digital Research Institute will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The term of the cloud resource technical services agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of the Company not exceeding RMB4.2 million (not exceeding RMB2.8 million in 2025 and RMB1.4 million in 2026); the agreement amount of Wufengshan Bridge Company not exceeding RMB120,000 (not exceeding RMB80,000 in 2025 and RMB40,000 in 2026); the agreement amount of Zhendan Company not exceeding RMB210,000 (not exceeding RMB140,000 in 2025 and RMB70,000 in 2026); the agreement amount of Guangjing Xicheng Company not exceeding RMB1.11 million (not exceeding RMB850,000 in 2025 and RMB260,000 in 2026); the agreement amount of Changyi Company not exceeding RMB55,000 (not exceeding RMB40,000 in 2025 and RMB15,000 in 2026); the agreement amount of Yichang Company not exceeding RMB110,000 (not exceeding RMB80,000 in 2025 and RMB30,000 in 2026); the agreement amount of Longtan Bridge Company not exceeding RMB100,000 (not exceeding RMB66,700 in 2025 and RMB33,300 in 2026); and the agreement amount of YS Energy Company not exceeding RMB50,000 (not exceeding RMB50,000 in 2025). The term of the video conference network technology upgrade services agreement is from 1 May 2025 to 30 April 2026, with the agreement amount of Company not exceeding RMB19,200 (not exceeding RMB12,800 in 2025 and RMB6,400 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into an annual framework agreement with the Factoring Company (an associate of the controlling shareholder of the Company) in respect of factoring business for the Company and its non wholly-owned subsidiaries, whereby the Factoring Company will provide accounts receivable factoring services to suppliers who provide services such as emergency support, operational information system development and maintenance, and intelligent transportation construction to the Company and its subsidiaries. The agreement term for the factoring services is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB6.5 million (not exceeding RMB4.3 million in 2025 and RMB2.2 million in 2026); the agreement amount of Guangjing Xicheng Company is not exceeding RMB3.5 million (not exceeding RMB3.5 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into annual framework agreements with Asset Management Company (an associate of the controlling shareholder of the Company) for the centralised procurement of snow-melting agents for the Company and the property management project of the Company's wholly-owned subsidiary, Yinshan Qingneng Company, whereby Asset Management Company will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The agreement term for the centralised procurement services for snow-melting agents is from 1 May 2025 to 30 April 2026, with the Company's agreement amount not exceeding RMB1.34 million (not exceeding RMB0.84 million in 2025 and RMB0.5 million in 2026). The agreement term for the property management services is from 1 May 2025 to 31 December 2025, with YS Energy Company's agreement amount not exceeding RMB0.15 million (not exceeding RMB0.15 million in 2025).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into an entrusted operation and management agreement with Zhangjingao Company (an associate of the controlling shareholder of the Company) in respect of the entrusted operation and management of expressways by the operation and management department of the wholly-owned subsidiary, Yangtze River Management Company. The term of the entrusted operation and management agreement is from 1 January 2026 to 31 December 2026, and the agreed amount between Zhangjingao Company and Yangtze River Management Company did not exceed RMB470,000 (not exceeding RMB470,000 in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into an annual framework agreement with Zhenyang Transportation Technology Company (an associate of the controlling shareholder of the Company, formerly known as Zhenyang Ferry Company) in respect of the diesel generator maintenance project for the offshore booster station and the service area charging pile construction contract for Rudong Company, a non wholly-owned subsidiary of the Company and the wholly-owned subsidiary YS Energy Company, whereby Zhenyang Transportation Technology Company will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The term of the agreement for the diesel generator maintenance of the offshore booster station is from 1 May 2025 to 31 December 2025, and the agreement amount of Rudong Company did not exceed RMB40,000 (not exceeding RMB40,000 in 2025). The term of the service area charging pile construction contract is from 1 May 2025 to 30 April 2026, and the agreed amount for the Company did not exceed RMB17.45 million (not exceeding RMB5 million in 2025 and RMB12.45 million in 2026).	For details of the framework agreement, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 27 March 2025 and on the HKEX website at www.hkexnews.hk on 27 March 2025, respectively.
On 30 September 2025, the Company entered into a supplemental agreement to the connected transaction framework agreement with Zhenyang Transportation Technology in relation to the service area charging pile construction contracts for the Company and its non wholly-owned subsidiary Wufengshan Bridge Company, whereby Zhenyang Transportation Technology will provide the aforementioned services to the Company and its subsidiary. For the charging pile construction contract of the Company, the agreement term is from 30 September 2025 to 29 September 2026, with a contract amount not exceeding RMB2.5 million (not exceeding RMB50,000 in 2025 and RMB2.45 million in 2026). For the contract of Wufengshan Company, the agreement term is from 30 September 2025 to 29 September 2026, with a contract amount not exceeding RMB4.3 million (not exceeding RMB50,000 in 2025 and RMB4.25 million in 2026).	For details of the supplemental agreement, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company's wholly-owned subsidiary, YS Energy Company, and its subsidiaries, Sujiaokong Clean Energy Jiangsu Company and Rudong Company, entered into annual framework agreements with Nantong Tiandian Company (an associate of the controlling shareholder of the Company) in respect of the provision of engineering, procurement, and construction (EPC) services for photovoltaic power stations, technical services such as protection calibration and preventive testing for photovoltaic power stations, electricity purchase services, and procurement services for offshore wind power generation equipment. The term of the agreement for the EPC services for photovoltaic power stations is from 1 May 2025 to 31 December 2026, with the contract value between Nantong Tiandian Company and Sujiaokong Clean Energy Jiangsu Company not exceeding RMB32 million (not exceeding RMB16 million in 2025 and RMB16 million in 2026). The term of the agreement for technical services such as protection calibration and preventive testing for photovoltaic power stations is from 1 May 2025 to 31 December 2025, with the contract value between Nantong Tiandian Company and Sujiaokong Clean Energy Jiangsu Company not exceeding RMB0.25 million (not exceeding RMB0.25 million in 2025). The term of the agreement for the electricity purchase services project is from 1 May 2025 to 30 April 2026, with the contract value between Nantong Tiandian Company and YS Energy Company not exceeding RMB7 million (not exceeding RMB3.5 million in 2025 and RMB3.5 million in 2026). The term of the agreement for the offshore wind power generation equipment procurement project is from 1 May 2025 to 30 April 2026, with the contract value between Nantong Tiandian Company and Rudong Company not exceeding RMB0.4 million (not exceeding RMB0.2 million in 2025 and RMB0.2 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company's wholly-owned subsidiary, YS Energy Company, entered into connected transaction framework agreements with the following connected companies, namely, Jinghu Company, Runyang Bridge Company, Taizhou Bridge Company, Lianxu Expressway Company, Yanjiang Company, Ninghang Company, Ningjingyan Company, Ningsuxu Company, and Eastern Expressway Company (an associate of the controlling shareholder of the Company), in respect of the provision of personalised page projects for the energy and carbon management system. The term of the agreement for the personalised pages of the energy and carbon management system is from 1 May 2025 to 30 April 2026. The contract value with Lianxu Expressway Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Eastern Expressway Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Jinghu Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Yanjiang Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Taizhou Bridge Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Runyang Bridge Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Ningsuxu Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Ninghang Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026); the contract value with Ningjingyan Company does not exceed RMB1 million (not exceeding RMB0.5 million in 2025 and RMB0.5 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 26 March 2025, the Company entered into a connected transaction agreement with Sutong Bridge Company (an associate of the controlling shareholder of the Company) for the production and operation maintenance services of the wind power project for the clean energy power supply project of the Haitai Yangtze River Tunnel of Rudong Company, a subsidiary of the Company's wholly-owned subsidiary, YS Energy Company. The term of the production and operation maintenance services of the wind power project for the clean energy power supply project of the Haitai Yangtze River Tunnel is from 1 May 2025 to 30 April 2026. The agreement amount between Sutong Bridge Company and Rudong Company is not more than RMB1.25 million (not more than RMB0.83 million in 2025 and not more than RMB0.42 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the wholly-owned subsidiary of the Company's wholly-owned subsidiary YS Energy Company, Sujiaokong Qingneng Jiangsu Company, entered into projects with Jinghu Company, Ninghang Company, Ningjingyan Company and Runyang Bridge Hotel Company (an associate of the controlling shareholder of the Company) for leasing sites to construct photovoltaic power stations and selling electricity. The relevant information on leasing sites to construct photovoltaic power stations and selling electricity is as follows: the term of the agreement between Jinghu Company and Sujiaokong Qingneng Jiangsu Company is from 1 May 2025 to 19 April 2045, with an average annual amount not exceeding RMB0.19 million, for a total of 20 years, amounting to not more than RMB3.8 million in aggregate; the term of the agreement between Ninghang Company and Sujiaokong Qingneng Jiangsu Company is from 1 May 2025 to 19 February 2045, with an average annual amount not exceeding RMB0.15 million, for a total of 20 years, amounting to not more than RMB3 million in aggregate; the term of the agreement between Ningjingyan Company and Sujiaokong Qingneng Jiangsu Company is from 1 May 2025 to 14 February 2045, with an average annual amount not exceeding RMB0.11 million, for a total of 20 years, amounting to not more than RMB2.2 million in aggregate; the term of the agreement between Runyang Bridge Hotel Company and Sujiaokong Qingneng Jiangsu Company is from 1 May 2025 to 19 February 2045, with an average annual amount not exceeding RMB30,000, for a total of 20 years, amounting to not more than RMB0.6 million in aggregate.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into a connected transaction agreement regarding the leasing and operation of the Zhangzhu Service Area petrol station from its non wholly-owned subsidiary, Yichang Company (a connected subsidiary of the Company). The lease term for the Zhangzhu Service Area petrol station project is from 1 May 2025 to 30 April 2026, with the amount not exceeding RMB2.5 million for 2025 and RMB1.5 million for 2026 between Yichang Company and the Company.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.
On 26 March 2025, the Company entered into a connected transaction agreement with China Merchants Transportation Research Institute (an associate of the controlling shareholder of the Company) for the provision of electromechanical operation and maintenance manual compilation services. China Merchants Transportation Research Institute will provide the aforementioned services to the Company and its non wholly-owned subsidiaries. The agreement term for the electromechanical operation and maintenance manual compilation is from 1 May 2025 to 31 December 2025, with the amount not exceeding RMB0.7 million for the Company.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn on 27 March 2025 and on the HKEX website www.hkexnews.hk on 27 March 2025, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 28 April 2025, the Company's subsidiary Longtan Bridge Company entered into a connected/continuing connected transaction with Xiandai Transportation Company (an associate of the controlling shareholder of the Company), whereby Xiandai Transportation Company will provide steel guardrail construction services for the YL-YZ32 section of the North Connection Line Project of the Ningyang Yangtze River Bridge; and approved Longtan Bridge Company (as the commissioning party) to enter into a tripartite agreement with Jiangsu Provincial Transport Engineering Construction Bureau (as the entrusted party, an independent third party) and Xiandai Transportation Company (as the contractor). The agreement period is from 1 May 2025 to 31 December 2025, with the agreement amount not exceeding RMB10,430,800.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 29 April 2025 and on the HKEX website at www.hkexnews.hk on 28 April 2025.
On 23 May 2025, the Company considered and approved the execution of the Service Area Surveillance System Upgrade and Construction Project with Micro Video Company (an associate of the controlling shareholder of the Company), commissioning Micro Video Company to upgrade the surveillance systems of various service areas along the Shanghai-Nanjing Expressway. The relevant agreement was signed on 20 June 2025. The agreement term is from 20 June 2025 to 31 December 2026, with a total contract value not exceeding RMB3,850,000, of which the amount from 20 June 2025 to 31 December 2025 shall not exceed RMB1,049,700, and the amount from 1 January 2026 to 31 December 2026 shall not exceed RMB2,800,300.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 29 May 2025 and on HKEX website at www.hkexnews.hk on 26 May 2025.
On 23 May 2025, the Company leased and operated the Guyang Service Area petrol station owned by Runyang Bridge Company (an associate of the controlling shareholder of the Company). The lease term is from the date the petrol station commences external operations to 30 April 2027, with total rental payments during the lease term not exceeding RMB5,400,000, of which the amount from 1 December 2025 to 31 December 2025 did not exceed RMB100,000; the amount from 1 January 2026 to 31 December 2026 did not exceed RMB3,600,000; and the amount from 1 January 2027 to 30 April 2027 did not exceed RMB1,700,000.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 29 May 2025 and on HKEX website at www.hkexnews.hk on 26 May 2025.
On 25 July 2025, the Company's non wholly-owned subsidiary, Guangjing Xicheng Company (the "Principal"), entered into a tripartite agreement with Jiangsu Provincial Communications Engineering Construction Bureau (the "Agent") and Xiandai Transportation Company (the "Contractor", an associate of the controlling shareholder of the Company), pursuant to which Xiandai Transportation Company will provide traffic safety facility construction services for the XYK-321 section of the expansion project of the Wuxi to Yixing Expressway from Xueyan Hub to Xiwu Hub under the management of Guangjing Xicheng Company. The agreement is effective from 1 August 2025 to 31 December 2026, with a total contract value not exceeding RMB32.98 million (not exceeding RMB24.735 million in 2025 and RMB8.245 million in 2026).	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 26 July 2025 and on HKEX website at www.hkexnews.hk on 25 July 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 25 July 2025, the Company's subsidiary, Guangjing Xicheng Company (the "Principal"), entered into an agreement with Jiangsu Provincial Communications Engineering Construction Bureau (the "Agent"), Sichuan Highway and Bridge Construction Group Co., Ltd. (the "Contractor" and "Consortium Leader") and Xiandai Shuning Company (the "Contractor" and "Consortium Member", an associate of the controlling shareholder of the Company) for the construction services of the GJK-1 section of the expansion project of the Guangling to Jingjiang section of the Beijing-Shanghai Expressway under the management of Guangjing Xicheng Company. The agreement is effective from 1 August 2025 to 31 July 2026, with the amount of connected transactions involving Xiandai Shuning Company not exceeding RMB472.95 million (not exceeding RMB225.00 million in 2025 and RMB247.95 million in 2026).	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 26 July 2025 and on HKEX website at www.hkexnews.hk on 25 July 2025.
On 25 July 2025, the Company entered into an agreement with Expressway Information Company (an associate of the controlling shareholder of the Company) in respect of the integrated maintenance project for electromechanical system infrastructure. Pursuant to the agreement, Expressway Information Company will provide system maintenance services to the Company. The term of the agreement is from 1 August 2025 to 31 July 2026, with the agreement amount not exceeding RMB2.093 million (not exceeding RMB0.9 million in 2025 and RMB1.193 million in 2026).	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 26 July 2025 and on HKEX website at www.hkexnews.hk on 25 July 2025.
On 30 September 2025, the Company's non wholly-owned subsidiary, Longtan Bridge Company, entered into a connected transaction agreement with Transportation Control Commercial Operation Company (an associate of the controlling shareholder of the Company) for air-conditioning procurement services. The term of the air-conditioning procurement services agreement is from 1 October 2025 to 31 December 2025, with the agreement amount of Longtan Bridge Company not exceeding RMB0.3 million.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, the Company's non wholly-owned subsidiary, Guangjing Xicheng Company, entered into a connected transaction agreement with Expressway Energy Company (an associate of the controlling shareholder of the Company) for the leasing and operation of a petrol station. The term of the agreement is from 1 November 2025 to 30 April 2026, with the agreement amount not exceeding RMB2.5 million (not exceeding RMB0.5 million in 2025 and RMB2 million in 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, the Company entered into a connected transaction agreement with the Digital Research Institute (an associate of the controlling shareholder of the Company) in relation to the project for leasing the operating rights of the Company's communication conduits. The Company leased the operating rights of Sub-conduit No. 8 of the communication conduits along the Shanghai-Nanjing Expressway G4221 section to the Digital Research Institute. The agreement term is from 30 November 2025 to 29 November 2028, with a total contract value not exceeding RMB3.6 million (not exceeding RMB0.2 million in 2025, RMB1.2 million in 2026, RMB1.2 million in 2027, and RMB1.0 million in 2028).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 30 September 2025, the Company entered into a connected transaction agreement with Huatong Engineering Company (an associate of the controlling shareholder of the Company) in relation to the Company's bridge emergency repair engineering services. Huatong Engineering Company will provide the aforementioned services to the Company. The agreement term is from 1 October 2025 to 31 December 2025, with the agreement amount not exceeding RMB5.0 million.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, the Company entered into a connected transaction agreement with Huahui Engineering Company (an associate of the controlling shareholder of the Company) in respect of the bridge inspection project for the Company and its subsidiary, Guangjing Xicheng Company, whereby Huahui Engineering Company will provide the aforementioned services. The agreement term for the Company is from 1 October 2025 to 31 December 2025, with the agreement amount not exceeding RMB23.91 million; with the agreement amount of term for Guangjing Xicheng Company is from 1 October 2025 to 30 April 2026, with the agreement amount not exceeding RMB3.20 million (not exceeding RMB0.95 million for 2025 and RMB2.25 million for 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, Su Jiaokong Qingneng Jiangsu Company, a wholly-owned subsidiary of the Company's wholly-owned subsidiary, YS Energy Company, entered into a connected transaction agreement with Runyang Bridge Company (an associate of the controlling shareholder of the Company) for the lease of the site at the Guazhou Maintenance Area of Runyang Bridge to construct a photovoltaic power station and sell electricity. The agreement term is from 1 October 2025 to 30 September 2045, with the agreement amount not exceeding RMB0.4437 million (not exceeding RMB5,546 for 2025, RMB22,185 annually for 2026–2044, and RMB16,640 for 2045).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, the Company's wholly-owned subsidiary, Su Jiaokong Clean Energy Jiangsu Company (a wholly-owned subsidiary of YS Energy Company, a wholly-owned subsidiary of the Company), entered into a connected transaction agreement with Lianxu Expressway Company (an associate of the controlling shareholder of the Company) in relation to the lease of the site at Pengcheng Service Area of Lianxu Expressway for the construction of a photovoltaic power station and the sale of electricity. The term of the agreement is from 1 October 2025 to 30 September 2045, the agreement amount not exceeding RMB1,577,600 (not exceeding RMB19,720 for 2025, RMB78,880 per annum for 2026 to 2044, and RMB59,160 for 2045).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.
On 30 September 2025, the Company entered into a connected transaction agreement with China Merchants Transportation Research Institute Co., Ltd. (an associate of the main shareholder of the Company) in relation to the preparation of the technical plan for the coordinated control of tunnel emergency incidents for Longtan Bridge Company, a non wholly-owned subsidiary of the Company, whereby China Merchants Transportation Research Institute Co., Ltd. will provide the aforementioned services to the Company. The term of the agreement is from 1 October 2025 to 31 December 2026, with the agreement amount not exceeding RMB139,000 (not exceeding RMB83,400 for 2025 and RMB55,600 for 2026).	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 1 October 2025 and on the HKEX website at www.hkexnews.hk on 30 September 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 29 October 2025, the Company entered into an agreement with Micro Video Company (an associate of the controlling shareholder of the Company) and its wholly-owned subsidiary, Yuanchuang Company, in relation to the digital transformation project for the Nanjing Station of Huning Expressway, whereby Yuanchuang Company and Micro Video Company were commissioned to upgrade and renovate the information system of Nanjing Station. The term of the agreement is from 10 November 2025 to 31 December 2025, with the agreement amount not exceeding RMB12.10 million, of which not exceeding RMB10.00 million is attributable to Yuanchuang Company and not exceeding RMB2.10 million is attributable to Micro Video Company.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 30 October 2025 and on HKEX website at www.hkexnews.hk on 29 October 2025.
On 10 December 2025, the Company leased its property to Tiejia Company (an associate of the controlling shareholder of the Company) for office use and entered into a property lease agreement with Tiejia Company. The term of the agreement is from 1 January 2026 to 31 December 2027, with the agreement amount not exceeding RMB8,106,300 (annual rental not exceeding RMB4,053,200).	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 11 December 2025 and on HKEX website at www.hkexnews.hk on 10 December 2025.
On 10 December 2025, the Company procured specialised services such as low-altitude infrastructure construction from Aviation Industry Group (an associate of the controlling shareholder of the Company) and entered into a procurement agreement with Aviation Industry Group for the Ningzhen Section UAV Application Pilot Project. The term of the agreement is from 1 January 2026 to 31 December 2026, with the agreement amount not exceeding RMB1,300,000.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 11 December 2025 and on HKEX website at www.hkexnews.hk on 10 December 2025.
On 10 December 2025, the Company entered into a connected transaction agreement for the purchase and sale of electricity for the period 2026–2028 with Nantong Tiandian Company (an associate of the controlling shareholder of the Company), pursuant to which Nantong Tiandian Company will sell and supply electricity to the Company. The agreement is effective from 1 January 2026 to 31 December 2028, with the agreement amount not exceeding RMB15 million (not exceeding RMB5 million in 2026, RMB5 million in 2027, and RMB5 million in 2028).	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 11 December 2025 and on HKEX website at www.hkexnews.hk on 10 December 2025.
On 10 December 2025, the Company entered into a contract for the Huaining Smart Expansion Project with a consortium comprising Suzhou Transportation Engineering Group Co., Ltd. and Micro Video Company (an associate of the controlling shareholder of the Company), whereby the consortium will provide smart expansion project construction services to the Company. The contract period is from 1 January 2026 to 31 December 2026, with the agreement amount of RMB1.489 million, of which the amount of connected transactions involving Micro Video Company does not exceed RMB1.05 million.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 11 December 2025 and on HKEX website at www.hkexnews.hk on 10 December 2025.

SIGNIFICANT MATTERS

2. Events disclosed in the temporary announcements but with progress or change in subsequent implementation

☒ Applicable ☐ Not Applicable

Summary of the Event	Document for Inspection
On 23 May 2025, the 12th meeting of the 11th session of the Board of Directors of the Company reviewed and approved the proposal for the Company's non wholly-owned subsidiary, Guangjing Xicheng Company (an associate of the controlling shareholder of the Company), to enter into a contract for the procurement of asphalt and new materials with Su Gaoxin Materials Company. Under this contract, Guangjing Xicheng Company will procure asphalt and new materials for engineering construction from Su Gaoxin Materials Company, with the agreement amount not exceeding RMB315.44 million. The supply contract for the northern section expansion project of the Guangjing Expressway has a term from 1 July 2025 to 30 July 2026, with the amount of RMB86.13 million. Of this amount, the amount for the period from 1 July 2025 to 31 December 2025 did not exceed RMB30.00 million, and the amount for the period from 1 January 2026 to 30 July 2026 did not exceed RMB56.13 million. The supply contract for the southern section expansion project of the Xiyi Expressway has a term from 1 July 2025 to 31 December 2025, with the amount not exceeding RMB229.31 million. On 9 June 2025, the Company's subsidiary, Guangjing Xicheng Company, together with Su Gaoxin Materials Company and the Transportation Construction Bureau, executed two asphalt and new materials supply contracts subject to conditions precedent (to become effective upon being signed and sealed by the legal representatives or authorised representatives of the three parties and upon approval by the Company's 2024 annual general meeting of shareholders). These contracts are the "Asphalt and New Materials Supply Contract for the Guangling to Jingjiang Section Expansion Project of the Beijing-Shanghai Expressway" and the "Asphalt and New Materials Supply Contract for the Xueyan Hub to Xiwu Hub Section Expansion Project of the Wuxi to Yixing Expressway". The term of the supply contract for the "Asphalt and New Materials Supply Contract for the Expansion Project of the Guangling to Jingjiang Section of the Beijing-Shanghai Expressway" is from 1 July 2025 to 30 July 2026, with a total amount of RMB85,349,315.6, of which not more than RMB30,000,000 is for the period from 1 July 2025 to 31 December 2025, and not more than RMB55,349,315.6 is for the period from 1 January 2026 to 30 July 2026. The term of the supply contract for the "Asphalt and New Materials Supply Contract for the Expansion Project of the Xueyan Hub to Xiwu Hub Section of the Wuxi to Yixing Expressway" is from 1 July 2025 to 31 December 2025, with an amount of RMB225,687,533.78. On 27 June 2025, the 2024 Annual General Meeting of the Company considered and approved the "Proposal on the Ordinary Connected Transactions for the Company's non wholly-owned subsidiary, Guangjing Xicheng Company, to Sign Asphalt and New Materials Procurement Contracts with Su Gaoxin Materials Company", and the contracts have officially taken effect.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 29 May 2025 and on HKEX website at www.hkexnews.hk on 26 May 2025. For details of the progress, please refer to the Announcement on the Progress of Ordinary Connected Transactions published by the Company on SSE website at www.sse.com.cn and on 10 June 2025 and on HKEX website at www.hkexnews.hk on 10 June 2025. For details of the shareholders' meeting resolutions, please refer to the Announcements of the Shareholders' Meeting Resolutions published by the Company on SSE website at www.sse.com.cn and on 28 June 2025 and on HKEX website at www.hkexnews.hk on 27 June 2025.

SIGNIFICANT MATTERS

3. Events not disclosed in the announcements

☐ Applicable ☒ Not Applicable

(II) Related party/connected transactions from acquisition and disposal of assets and equity interests

1. Events disclosed in the temporary announcements and with no progress or change in subsequent implementation

☐ Applicable ☒ Not Applicable

2. Events disclosed in the temporary announcements but with progress or change in subsequent implementation

☐ Applicable ☒ Not Applicable

3. Events not disclosed in temporary announcements

☐ Applicable ☒ Not Applicable

4. If agreement upon performance is involved, the performance achievements during the Reporting Period shall be disclosed

☐ Applicable ☒ Not Applicable

(III) Significant related party/connected transactions on the joint external investment

1. Events disclosed in the temporary announcements and with no progress or change in subsequent implementation

☒ Applicable ☐ Not Applicable

Summary of the Event	Document for Inspection
On 14 January 2025, the Company agreed to increase the capital of its subsidiary, Wufengshan Bridge Company, by RMB 168,243,800, of which the Company's cash contribution in proportion to its shareholding amounted to RMB 108,517,200. Upon completion of the capital increase, the registered capital of Wufengshan Bridge Company increased from RMB 4,826,350,000 to RMB 4,994,593,800. The other shareholders of Wufengshan Bridge Company provided capital contributions in proportion to their respective shareholdings.	For details, please refer to the announcements of related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 15 January 2025 and on the HKEX website at www.hkexnews.hk on 14 January 2025 and 21 February 2025.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 29 October 2025, the Company, the existing shareholders of Xitai Company (holding more than 10% equity of Xitai Company and being connected persons at the level of the Company's subsidiaries) and new investors signed the Supplementary Agreement to the Capital Contribution Agreement of Jiangsu Xitai Expressway Co., Ltd., and made additional capital contributions to Xitai Company in accordance with the progress of the Xitai Project. The registered capital of Xitai Company will be increased by RMB5,599,095,550 to RMB12,099,095,550. To align with the provincial government's policy of expanding the pool of social infrastructure investors, Xitai Company has invited certain contractors of the Xitai Project to become its shareholders with a total capital contribution of RMB650,000,000. The remaining portion of the capital increase will be contributed by the existing shareholders on a pro-rata basis, with the Company contributing RMB2,497,047,775. Following the admission of the new investors, the Company's equity interest in Xitai Company will be reduced from 50% to approximately 47.5% of the enlarged registered capital. Notwithstanding such reduction, the Company will retain de facto control over Xitai Company, the scope of the Company's consolidated financial statements will remain unchanged, and Xitai Company will continue to be accounted as a subsidiary of the Company.	For details, please refer to the announcements of related party/continuing connected transactions published by the Company on the SSE website at www.sse.com.cn on 30 October 2025 and on the HKEX website at www.hkexnews.hk on 30 October 2025, respectively.
On 10 December 2025, the Company approved the proposal of Longtan Bridge Company (non wholly-owned subsidiary of the Company) to invest no more than RMB9,032,720,000 in the construction of the South Approach Project of the Nanjing-Yangzhou Yangtze River Bridge. The Company will increase its capital contribution to Longtan Bridge Company by RMB3,269.64 million using its own funds or other funds that meet the capital contribution requirements. Nanjing Highway Development (Group) Co., Ltd. (holding more than 10% of the equity interest in Longtan Bridge Company, an associate at the level of the Company's subsidiary), a shareholder of Longtan Bridge Company, will increase its capital contribution to Longtan Bridge Company by RMB1,246.72 million. The remaining construction funds of RMB4,516.36 million will be raised by Longtan Bridge Company through bank loans and other means. Upon completion of this capital increase, the Company's shareholding in Longtan Bridge Company will increase from approximately 57.33% to approximately 63.80%, and Longtan Bridge Company will remain within the scope of consolidation in the Company's consolidated financial statements.	For details, please refer to the announcements of connected transactions published by the Company on the SSE website at www.sse.com.cn on 11 December 2025 and on the HKEX website at www.hkexnews.hk on 10 December 2025, respectively.

2. Events disclosed in the temporary announcements but with progress or change in subsequent implementation

☐ Applicable ☒ Not Applicable

3. Events not disclosed in temporary announcements

☐ Applicable ☒ Not Applicable

(IV) Related party/connected claims and liabilities transactions

1. Events disclosed in the temporary announcements and with no progress or change in subsequent implementation

☒ Applicable ☐ Not Applicable

Summary of the Event	Document for Inspection
On 25 March 2022, the Company entered into the Financial Services Agreement with Finance Company (an associate of the controlling shareholder of the Company) for a term of three years commencing on 1 April 2022. The maximum daily deposit balance (including interest accrued) should not exceed RMB600 million and should be lower than 5% of the audited operating revenue, total assets or market value of the Company; meanwhile, Finance Company should grant the Company a comprehensive credit facility of no less than RMB5 billion, and guarantee that the loan interest rate granted to the Company should not be higher than the benchmark lending rates set by the People's Bank of China for the same period, and no higher than the interest rates granted to the Company by large state-owned commercial banks and national joint-stock commercial banks under the same conditions, and no collateral or guarantee should be provided by the Company. On 24 March 2023, the Company entered into the Supplemental Agreement to the Financial Services Agreement (the "Supplemental Agreement") with Finance Company. It was agreed that the maximum daily deposit balance (including interest) of the Company with the Group Finance Company shall not exceed RMB600 million and shall be less than 5% of the Company's audited operating revenue, total assets or market value, and other terms shall remain unchanged. The Supplementary Agreement was valid from 1 April 2023 to 31 March 2024. On 28 March 2024, it was considered and approved at the Twenty-sixth Meeting of the Tenth Session of the Board of Directors of the Company that the Company would enter into of a new Supplemental Agreement to the Financial Services Agreement (the 'Supplemental Agreement II') between the Company and Finance Company, agreeing to amend Article 3 of the original agreement entitled "Contents of the Services (I) Deposit Services" to read as follows Article 3: "The maximum daily deposit balance (including interest) of the Company with Group Finance Company shall not exceed RMB600 million, and (1) shall be less than 5% of the Company's audited operating revenue, total assets or market value; and (2) shall not exceed the balances of various types of financing drawn down and subsisting under the consolidated credit facilities granted by the Company to Finance Company in principle. The aforesaid excess shall be transferred back to the designated account of Party A by Party B within 3 working days." Changed to: "The maximum daily deposit balance (including interest) of the Company in Finance Company shall not exceed RMB500 million, and (1) shall be less than 5% of the Company's audited operating revenue, total assets or market value; and (2) shall not, in principle, exceed the balances of various types of financing drawn down and subsisting under the comprehensive credit facilities of the Company in Finance Company. The aforesaid excess shall be transferred back to the designated account of the Company by the Finance Company within 3 working days." Other terms of the Original Agreement remain unchanged; Supplement II is valid from 1 April 2024 to 31 March 2025.	For details, please refer to the announcements of ordinary related party/continuing connected transactions published by the Company on the SSE website www.sse.com.cn and on the HKEX website www.hkexnews.hk on 28 March 2022. For details of the Supplementary Agreement, please refer to the Announcement on Reducing the Amount of Deposit Balance for Financial Services Connected Transactions with Jiangsu Communications Holding Group Finance Co., Ltd. published by the Company on the SSE website www.sse.com.cn on 27 March 2023 and on the HKEX website www.hkexnews.hk on 26 March 2023, respectively. For details the Supplementary Agreement II, please refer to the Announcement on Adjustment of the Amount of Financial Services Connected Transactions with Jiangsu Communications Holding Group Finance Co., Ltd. published by the Company on the SSE website www.sse.com.cn on 29 March 2024 and on the HKEX website www.hkexnews.hk on 1 April 2023, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 24 March 2023, the Company and its subsidiaries Wufengshan Toll Bridge Company, Guangjing Xicheng Company, Changyi Company, and Yichang Company signed direct financing, unified borrowing and repayment fund use agreements with Jiangsu Communications Holding respectively. The agreement term is three years from the date of signing the agreement. With Jiangsu Communications Holding as the main body, funds are raised through the issuance of direct financing products such as ultra-short-term notes, medium-term notes, enterprise bonds, corporate bonds, and insurance debt plans. Funds are used for equity investment, project construction, repayment of interest-bearing debt, replenishment of working capital and other related purposes permitted by laws and regulations. The Company's financing balance shall not exceed RMB1.5 billion, and the financing balance of Wufengshan Toll Bridge Company, Guangjing Xicheng Company, Changyi Company, and Yichang Company shall not exceed RMB1 billion. The cost of using the funds is based on the actual amount, interest rate, term and handling fees of the financing product, and the interest rate is not higher than the People's Bank of China's lending rate for the same period of time, and the costs related to the repayment of the principal and interest are to be paid by the relevant borrowers. No pledge or guarantee is required to be provided by the Company and its subsidiaries Wufengshan Toll Bridge Company, Guangjing Xicheng Company, Changyi Company and Yichang Company.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 27 March 2023 and on the HKEX website at www.hkexnews.hk on 26 March 2023, respectively.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 24 March 2023, the Company entered into specific conditional loan agreements with Wufengshan Toll Bridge Company, Guangjing Xicheng Company, Yichang Company and Changyi Company. The Company uses direct financing funds to provide loans of not exceeding RMB1.8 billion to Wufengshan Toll Bridge Company for the construction of the Wufengshan Project, replacement of project loans, supplement of working capital, return of matured loans and other purposes permitted by laws and regulations. The loan term is three years from 15 December 2023. The borrowing interest is calculated based on the current interest rate of the direct financing products issued by the Company. The relevant expenses related to the issuance of the Company's financing products and repayment of principal and interest shall be borne and paid by Wufengshan Toll Bridge Company itself. The Company uses direct financing funds to provide Guangjing Xicheng Company with a loan of not exceeding RMB1.5 billion, which will be used by Guangjing Xicheng Company to supplement working capital, return matured loans and for other purposes permitted by laws and regulations. The loan term is three years from 1 July 2023. The borrowing interest is calculated based on the current interest rate of the direct financing products issued by the Company. Related expenses such as the issuance of the Company's financing products and repayment of principal and interest shall be borne and paid by Guangjing Xicheng Company itself. The Company uses direct financing funds to provide Yichang Company with a loan of no more than RMB500 million, which is used by Yichang Company to replace project loans, supplement working capital, return matured loans and other purposes permitted by laws and regulations. The loan term is three years from 1 October 2023. The borrowing interest is calculated based on the current interest rate of the direct financing products issued by the Company. The relevant expenses related to the issuance of the Company's financing products and repayment of principal and interest shall be borne and paid by Yichang Company itself. The Company uses direct financing funds to provide Changyi Company with a loan of no more than RMB700 million, which is used by Changyi Company to replace project loans, supplement working capital, return matured loans and other purposes permitted by laws and regulations. The loan term is three years from 1 October 2023. The borrowing interest is calculated based on the current interest rate of the direct financing products issued by the Company. Related expenses such as the issuance of the Company's financing products and repayment of principal and interest shall be borne and paid by Changyi Company itself.	For details, please refer to the announcements of related party/continuing connected transactions and of transactions required to be disclosed published by the Company on the SSE website www.sse.com.cn on 27 March 2023 and the relevant circulars published on the HKEX website www.hkexnews.hk on 24 March 2023, and the circulars for the 2022 Annual General Meeting, the first Class A Shareholders' Meeting in 2023 and the first Class H Shareholders' Meeting in 2023 published on the SSE website www.sse.com.cn on 20 May 2023 and the relevant circulars published on the HKEX website www.hkexnews.hk on 19 May 2023.
On 29 March 2024, the Company and its subsidiaries YS Energy Company and Longtan Bridge Company signed direct financing, unified borrowing and repayment fund use agreements with Jiangsu Communications Holding respectively. The agreement term is three years from the date of actual signing after approval by the Board of Directors of the Company. With Jiangsu Communications Holding as the main body, funds are raised through the issuance of direct financing products such as ultra-short-term notes, medium-term notes, enterprise bonds, corporate bonds, and insurance debt plans. Funds are used for equity investment, project construction, repayment of interest-bearing debt, replenishment of working capital and other related purposes permitted by laws and regulations. The Company's financing balance shall not exceed RMB5.5 billion, and the financing balance of YS Energy Company and Longtan Bridge Company shall not exceed RMB1 billion. The cost of using the funds is based on the actual amount, interest rate, term and handling fees of the financing product, and the interest rate is not higher than the People's Bank of China's lending rate for the same period of time and is consistent with the financing rate of Jiangsu Communications Holding. No pledge or guarantee is required to be provided by the Company and its subsidiaries YS Energy Company and Longtan Bridge Company.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 29 March 2024 and on the HKEX website at www.hkexnews.hk on 1 April 2024.

SIGNIFICANT MATTERS

Summary of the Event	Document for Inspection
On 14 November 2024, it was considered and approved at the Sixth Meeting of the Eleventh Session of the Board of Directors of the Company to adjust the financing balance of the direct financing, unified borrowing and repayment fund use agreement signed between the Company and Jiangsu Communications Holding from not exceeding RMB5.5 billion to not exceeding RMB10 billion, and to authorise the executive directors of the Company to deal with the signing of the contract and subsequent related matters.	For details, please refer to the announcements of the resolutions of the Board of Directors published by the Company on the SSE website at www.sse.com.cn on 15 November 2024 and on the HKEX website at www.hkexnews.hk on 14 November 2024.
On 26 March 2025, the Company convened the ninth meeting of the eleventh session of the Board of Directors, at which it reviewed and approved the signing of the Financial Services Agreement with the Group Finance Company (an associate of the controlling shareholder of the Company) for a term of three years commencing from 1 April 2025. In consideration of potential changes in external financial policies and financing conditions, and in order to broaden financing channels, enhance the Company's fund allocation capabilities, and secure operational funding requirements, the Company has renewed the Financial Services Agreement with the Group Finance Company. The Company's maximum daily deposit balance (including interest) with the Group Finance Company did not exceed RMB500 million and shall be less than 5% of the Company's audited operating revenue, total assets, or market value; concurrently, the Group Finance Company shall grant the Company a comprehensive credit facility of not less than RMB5 billion, and undertakes that the loan interest rates provided to the Company did not exceed the Loan Prime Rate (LPR) stipulated by the People's Bank of China for the corresponding period, and under the same conditions did not exceed the interest rates offered to the Company by large state-owned commercial banks and nationwide joint-stock commercial banks, with no requirement for the Company to provide any collateral or guarantee.	For details, please refer to the Announcement on Connected Transactions regarding the Renewal of the Financial Services Agreement with Jiangsu Communications Holding Group Finance Co., Ltd., published by the Company on SSE website at www.sse.com.cn on 27 March 2025 and on the HKEX website at www.hkexnews.hk on 27 March 2025.
On 26 March 2025, the Company convened the ninth meeting of the eleventh session of the Board of Directors, at which it reviewed and approved the execution of direct financing unified borrowing and repayment fund usage agreements by the Company's non wholly-owned subsidiaries, Xitai Company and Danjin Company, respectively, with Jiangsu Communications Holdings. The agreement term is three years from the date of actual signing after approval by the Board of Directors of the Company. Jiangsu Communications Holding shall raise funds on behalf of the Company through direct financing instruments, including the issuance of super-short-term commercial paper, medium-term notes, enterprise bonds, corporate bonds, insurance funds, local government special bonds, and special funds. Funds are used for equity investment, project construction, repayment of interest-bearing debt, replenishment of working capital and other related purposes permitted by laws and regulations. Xitai Company and Danjin Company shall each maintain financing balances not exceeding RMB1 billion. The cost of funds utilization shall be determined by the actual amounts, interest rates, terms, and handling fees, provided that the interest rates do not exceed the Loan Prime Rate for the corresponding period and remain aligned with Jiangsu Communications Holding's financing rates. No pledge or guarantee is required to be provided by the Company, Xitai Company or Danjin Company.	For details, please refer to the announcement of the resolutions of the Board of Directors published by the Company on SSE website at www.sse.com.cn on 27 March 2025 and on HKEX website at www.hkexnews.hk on 27 March 2025.

SIGNIFICANT MATTERS

2. Events disclosed in the temporary announcements but with progress or change in subsequent implementation

☐ Applicable ☒ Not Applicable

3. Events not disclosed in temporary announcements

☐ Applicable ☒ Not Applicable

(V) Financial transactions between the Company and the related/connected finance companies and between finance companies controlled by the Company and related/connected parties

☒ Applicable ☐ Not Applicable

1. Deposit

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Related/ connected parties	Related/ connected relationship	Daily maximum deposit limit	Deposit interest rate range	Amount incurred in the period			
				Opening balance	Total deposits for the period	Total amount withdrawn for the period	Closing balance
Finance Company	Associate and the same ultimate shareholder	The maximum daily deposit balance (including interest accrued) should not exceed RMB500 million and should be lower than 5% of the audited operating revenue, total assets or market value of the Company.	For the period from 1 January 2025 to 30 May 2025, the deposit interest rate is calculated at 0.385% up to RMB100,000 and 1.265% over RMB100,000; margin deposits bear interest at the interest rate quoted by the corresponding finance company for lump-sum deposit and withdrawal deposit. For the period from 1 June 2025 to 31 December 2025, the deposit interest rate is calculated at 0.285% up to RMB100,000 and 0.765% over RMB100,000; margin deposits bear interest at the interest rate quoted by the corresponding finance company for lump-sum deposit and withdrawal deposit.	463,661,370.17	10,732,878,010.22	10,852,394,150.11	344,145,230.28
Total	/	/	/	463,661,370.17	10,732,878,010.22	10,852,394,150.11	344,145,230.28

SIGNIFICANT MATTERS

2. Loan business

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Related/ connected parties	Related/connected relationship	Loan limit	Amount incurred in the period				Closing balance
			Loan interest rate range	Opening balance	Total loans for the period	Total repayment amount for the period	
Finance Company	Associate and the same ultimate shareholder	Comprehensive unsecured credit line in this Reporting Period: A comprehensive unsecured credit facility of no less than RMB5 billion	2.11%-2.8%	688,779,286.00	404,500,000.00	458,021,428.00	635,257,858.00
Total	/	/	/	688,779,286.00	404,500,000.00	458,021,428.00	635,257,858.00

3. Credit extension or other financial business

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Related/ connected parties	Related/connected relationship	Business type	Total	
			Total	Total amount incurred
Finance Company	Associate and the same ultimate shareholder	Electronic commercial bill acceptance	0	-279,300,000.00

4. Other explanations

☐ Applicable ☒ Not Applicable

SIGNIFICANT MATTERS

(VI) Others

☒ Applicable ☐ Not Applicable

1. Confirmation given by independent non-executive directors of the Company in respect of related party/connected transactions

The independent non-executive directors of the Company have reviewed all related party/connected transactions and confirm that:

- (1) such transactions were entered into in the ordinary and usual course of business of the Group;
- (2) such transactions were conducted on normal commercial terms; and
- (3) such transactions were conducted in accordance with the terms of the agreements governing the relevant transactions. Such terms were fair and reasonable and in the interests of the Company's shareholders as a whole..

2. Confirmation given by the accounting firm in respect of continuing connected transactions

The Company has notified the Auditors of the information relating to the continuing connected transactions to be disclosed in the 2025 annual report of the Company. The Auditors has reviewed the information relating to such continuing connected transactions and has issued a letter to the Board of Directors to confirm that such continuing connected transactions:

- (1) have been approved by the Board of Directors of the Company;
- (2) were, in all material respects, in accordance with the pricing policies of the Group for transactions involving the provision of goods or services by the Group;
- (3) were entered into, in all material respects, in accordance with the relevant agreements governing such transactions; and
- (4) have not exceeded the annual caps set by the Company.

SIGNIFICANT MATTERS

3. The related party/connected transactions set out in the Notes to the Financial Report of the Company for 2025

The related party/connected transactions set out in Note XI to the Financial Statements of the Company for 2025 are in compliance with the disclosure requirements of the connected transactions under Chapter 14A of the Hong Kong Listing Rules:

Note XI

- (1) Sales and purchase of goods, provision and receipt of services, interest income and expense of loans with related parties

Purchase of goods, receipt of services and interest expense of loans

Unit: Yuan

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Xiandai R&B Company*	Road maintenance fee	89,318,516.51	43,476,645.17	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Xiandai R&B Company*	Special engineering projects	219,185,519.18	348,897,276.40	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Xiandai R&B Company	Special engineering projects	44,059,776.79	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Xiandai R&B Company*	Winter precaution emergency cooperation projects	15,000,000.00	19,866,406.26	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Network Operation Company*	Maintenance and operating administration fees for toll collection system	37,204,259.66	35,554,558.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Tongxingbao Company*	Maintenance and operating administration fees for toll collection system	43,596,459.29	40,971,923.45	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Tongxingbao Company*	Technical services fees	8,273,695.08	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Tongxingbao Company	Technical services fees	432,629.03	4,174,137.85	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Maintenance Technology Company*	Road maintenance fee	25,249,745.23	18,356,805.74	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 27 March 2023 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)

SIGNIFICANT MATTERS

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Maintenance Technology Company	Road maintenance fee	4,326,000.00	3,785,600.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 27 March 2023 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Information Company*	System maintenance fee	–	1,183,203.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Information Company	System maintenance fee	10,258,675.40	4,108,629.74	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Information Company	Purchase fee of parts and components and other matters	–	198.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Huatong Engineering Company*	Emergency Engineering Repair Project	4,968,537.36	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Huatong Engineering Company	Emergency Engineering Repair Project	–	970,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Micro Video Company*	Three major systems construction and maintenance fee	19,254,160.70	12,418,347.53	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, 26 May 2025, 20 June 2025, 29 October 2025, and 10 December 2025 on the Stock Exchange in accordance with the Listing Rules)
Micro Video Company	Three major systems construction and maintenance fee	4,163,101.88	941,834.86	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, 26 May 2025, 20 June 2025, 29 October 2025, and 10 December 2025 on the Stock Exchange in accordance with the Listing Rules)
Micro Video Company*	Renovation project	2,540,536.20	1,693,690.80	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, 26 May 2025, 20 June 2025, 29 October 2025, and 10 December 2025 on the Stock Exchange in accordance with the Listing Rules)
Micro Video Company*	Procurement and service fee	1,000,000.00	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, 26 May 2025, 20 June 2025, 29 October 2025, and 10 December 2025 on the Stock Exchange in accordance with the Listing Rules)
Engineering Maintenance Company	Regular bridge inspection fee	13,588,641.43	2,255,966.50	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Xiandai Testing Company*	Road maintenance fee	1,000,000.00	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)

SIGNIFICANT MATTERS

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Xiandai Testing Company	Road maintenance fee	4,584,986.35	3,336,250.84	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Media Company*	Housing construction and renovation project	9,170,669.75	8,391,518.23	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Media Company	Housing construction and renovation project	12,917,922.63	8,302,446.60	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Media Company	Entrusted management fee	2,512,600.00	7,537,900.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 28 March 2022, 27 March 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Media Company*	Entrusted management fee	2,518,133.00	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 28 March 2022, 27 March 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Media Company	Advertising and promotion fee	3,813,160.62	3,636,045.84	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 28 March 2022, 27 March 2023, 1 April 2024, 27 August 2024, 14 January 2025, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Cuipingshan Hotel	Procurement and service fee	734,544.20	2,018,202.60	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Communications Holding Commercial Operation Company*	Procurement and service fee	34,810,947.50	25,548,854.12	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 March 2025 and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Communications Holding Commercial Operation Company	Procurement and service fee	494,084.60	10,075,831.34	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023, 1 April 2024, 27 March 2025 and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Jiangsu Communications Holding	Procurement and service fee	–	369,253.00	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Jiangsu Communications Holding	Interest expenses of loans	121,423,568.45	108,293,338.23	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Nantong Tiandian Company	Procurement and service fee	1,164,511.20	1,036,720.80	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
China Merchants					

SIGNIFICANT MATTERS

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Communications Technology Research	Procurement and service fee	695,900.00	175,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Talent Development Group*	Training fee	153,826.18	15,641,829.40	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Talent Development Group	Training fee	15,223,626.08	2,384,581.62	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Digital Transportation Research Institute	Cloud resource technology services	5,110,971.00	5,926,341.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Asset Management Company	Entrusted management fee	179,938.72	781,500.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Expressway Energy Company	Gasoline fee	801,621.63	1,941,037.71	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Factoring Company*	Factoring service fee	2,387,623.68	1,402,034.58	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 14 January 2025, and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Yuanchuang Company*	Three major systems construction and maintenance fee	6,263,406.00	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 29 October 2025 on the Stock Exchange in accordance with the Listing Rules)
Huahui Engineering Company*	Bridge inspection projects	21,527,143.75	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Huahui Engineering Company*	Special engineering projects	943,501.00	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Zhenyang Transportation Technology Company	Procurement and service fee	5,000,000.00	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Bank of Jiangsu (Note)	Underwriting fee	-	15,500.00	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable
Bank of Jiangsu	Handling fee	531.15	508.00	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable

SIGNIFICANT MATTERS

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Bank of Nanjing	Underwriting fee	500,000.00	24,541.67	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable
Bank of Nanjing	Handling fee	660.58	544.00	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable
Bank of Nanjing	Investment income of wealth management products	2,157,980.55	2,392,484.92	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable
Finance Company	Interest expenses of loans	15,990,627.51	19,815,750.49	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)

Pricing and decision-making procedures of connected transactions: For significant connected transactions, the price is settled by public tender bid price, or for reference of quote from independent, qualified construction provider after arm's length negotiation in the principle that it shall not exceed relevant market price. The Board Meeting should review and approve the quote and the connected director should abstain from voting. The independent directors should then express an independent opinion. For all related party transactions, the price is settled by signed contracts.

Sale of goods/rendering of services/interest income of borrowings/loans

Unit: Yuan Currency: RMB

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Finance Company*	Interest income from deposits	2,348,402.10	2,598,158.96	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 28 March 2022, 26 March 2023, 1 April 2023, and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Bank of Jiangsu	Interest income from deposits	252,308.52	85,659.53	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable
Bank of Nanjing	Interest income from deposits	60,062.23	234,571.88	No (investee company of the Company's substantial shareholder, non-associate of the Company's substantial shareholder)	Not applicable

SIGNIFICANT MATTERS

Related parties	Type of related party transactions	2025	2024	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Kuailu Company	Income from sales of oil	1,218,067.48	1,187,793.87	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Suixichang South Expressway Company	Income from sales of oil	482,167.19	423,306.09	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not Applicable (exempt from the announcement requirement according to Rule 14A.97)
Suixichang South Expressway Company*	Entrusted management income	33,898,103.31	46,412,353.51	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 26 December 2023 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Xiandai R&B Company	Income from sales of oil	3,184,951.00	2,646,530.59	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Luode Fund Company	Income from sales of oil	5,628.68	4,310.05	No (an associate of the Company)	Not applicable
Yangtze Bridge Company*	Entrusted management income	16,155,700.00	16,769,500.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2023 on the Stock Exchange in accordance with the Listing Rules)
Hutong Bridge Company*	Entrusted management income	9,153,700.00	8,754,600.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2023 on the Stock Exchange in accordance with the Listing Rules)
Hutong Bridge Company	Income from sales of electricity	530,957.04	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Xitai Tunnel Company*	Entrusted management income	450,000.00	440,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2023 on the Stock Exchange in accordance with the Listing Rules)
Zhangjiinggao Company*	Entrusted management income	460,000.00	450,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 27 March 2023 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Sutong Bridge Company	Income from sales of electricity	219,824.32	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Sutong Bridge Company	Production operation and maintenance services	528,667.00	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Lianxu Expressway Company	Income from sales of electricity	1,536,001.36	1,578,565.86	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)

SIGNIFICANT MATTERS

Related parties	Type of related party transactions			Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
		2025	2024		
Suhuaiyan Expressway Company	Income from sales of electricity	164,038.90	167,150.26	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not Applicable (exempt from the announcement requirement according to Rule 14A.97)
Ningsuxu Company	Income from sales of electricity	1,141,526.87	1,347,874.70	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Yanjiang Company	Income from sales of electricity	107,052.29	175,452.45	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Runyang Bridge Company	Income from sales of electricity	403,074.33	408,930.07	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
JSE New Material Company	Income from sales of electricity	309,864.50	100,228.98	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Jiangsu Communications Holding	Income from sales of electricity	1,946,657.89	1,851,146.82	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Jinghu Company	Income from sales of electricity	1,145,925.60	1,386,235.29	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Ningjingyan Company	Income from sales of electricity	246,008.10	155,432.10	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)
Jianxing Company	Income from sales of electricity	678,636.43	-	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.97)

SIGNIFICANT MATTERS

(2) Leases

(a) Rental:

The Group as the lessor

Unit: Yuan Currency: RMB

Name of lessee	Type of assets leased	Lease income recognised in 2025	Lease income recognised in 2024	Whether or not constituting a connected transaction/continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Expressway Energy Company*	Fixed assets	16,474,643.16	20,565,483.49	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024, 27 March 2025, and 30 September 2025 on the Stock Exchange in accordance with the Listing Rules)
Taixing Hechang Oil Company	Fixed assets	–	3,721,551.08	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Taixing Hechang Oil Company*	Fixed assets	872,005.94	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Railway Group Company	Fixed assets	3,973,640.00	3,973,640.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Xiandai Testing Company	Fixed assets	1,689,966.65	1,690,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Kuailu Company	Fixed assets	1,577,700.00	1,577,700.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcement was published on 27 March 2023 on the Stock Exchange in accordance with the Listing Rules)
Media Company*	Fixed assets	22,736,206.65	38,360,010.36	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Tongxingbao Company	Fixed assets	642,123.12	650,980.46	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Communications Holding Commercial Operation Company	Fixed assets	12,430,122.69	10,150,000.00	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Micro Video Company	Fixed assets	901,609.98	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Total		61,298,018.19	80,689,365.39		

SIGNIFICANT MATTERS

(b) Lessee:

The Group as the lessee:

Unit: Yuan Currency: RMB

Name of lessor	Type of assets leased	Simplified treatment of short-term leases and rental expense for leases of low value assets		Rentals paid		Lease liabilities assumed interest expense		Increased right of use assets	Whether or not constituting a connected transaction/continuing requirement under connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
		2025	2024	2025	2024	2025	2024	2025		
Suxichang South Company*	Plant & buildings	2,373,014.40	2,077,377.60	-	-	-	-	-	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Communications Holding Commercial Operation Company	Plant & buildings	2,811,804.48	2,512,596.10	4,227,990.49	3,434,959.91	45,508.62	207,553.83	18,661,354.70	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Jinghu Company	Rights to use parking spaces	-	-	35,779.82	35,779.82	16,843.79	17,685.19	-	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Lianxu Expressway Company	Plant & buildings	-	5,142.86	-	-	-	-	-	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Lianxu Expressway Company	Rights to use roofs	-	-	36,823.60	36,823.60	17,888.97	18,782.58	-	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Ningsuxu Expressway Company	Rights to use roofs	-	-	88,314.29	88,314.29	41,575.04	43,651.85	-	- Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))

SIGNIFICANT MATTERS

Name of lessor	Type of assets leased	Simplified treatment of short-term leases and rental expense for leases of low value assets		Rentals paid		Lease liabilities assumed interest expense		Increased right of use assets		Whether or not constituting a connected transaction/continuing requirement under Chapter 14A of the (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
		2025	2024	2025	2024	2025	2024	2025	2024		
Suhuaiyan Expressway Company	Rights to use roofs	–	–	48,931.43	48,931.43	23,035.07	24,185.75	–	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Yanjiang Company	Rights to use roofs	–	–	8,100.00	8,100.00	3,813.18	4,003.66	–	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Yangtze Bridge Company	Plant & buildings	–	–	952,380.95	952,380.95	10,630.92	11,028.12	–	2,772,095.61	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Eastern Expressway Company	Plant & buildings	–	–	51,428.57	51,428.57	31,013.69	31,013.69	–	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Ningjingyan Expressway Company	Plant & buildings	–	–	218,285.71	218,285.71	153,807.71	156,400.19	–	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.76(1) (a))
Kuailu Company*	Transportation vehicles	19,492,762.06	23,848,781.94	–	–	–	–	–	–	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Yes (announcements were published on 27 March 2023, 1 April 2024 and 27 March 2025 on the Stock Exchange in accordance with the Listing Rules)
Total		24,677,580.94	28,443,898.50	5,668,034.86	4,875,004.28	344,116.99	514,304.86	18,661,654.70	2,772,095.61		

SIGNIFICANT MATTERS

(3) Guarantees with related parties

The Group as the guaranteed party:

Guarantor	Amount of guarantee	Inception date of guarantee	Maturity date of guarantee	Guarantee expired?	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Jiangsu Communications Holding	US\$1,238,805.10	20 January 1999	10 July 2028	N	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)

(4) Funding from related party

2025:

Unit: Yuan Currency: RMB

Related parties	Amount of funding (Note)	Inception date	Maturity date	Explanation	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
(Funds lend)/Funds received						
Jiangsu Communications Holding	(300,000,000.00)	21 January 2020	13 January 2025	Related party loans at 3.74% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Jiangsu Communications Holding	(50,000,000.00)	23 July 2020	21 July 2025	Related party loans at 3.85% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Jiangsu Communications Holding	(200,000,000.00)	23 July 2020	22 July 2025	Related party loans at 3.85% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Jiangsu Communications Holding	(550,000,000.00)	23 July 2020	25 July 2025	Related party loans at 3.85% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Jiangsu Communications Holding	(496,170,000.00)	14 September 2022	31 August 2025	Related party loans at 3.10% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Jiangsu Communications Holding	(100,000.00)	27 June 2023	31 December 2025	Related party loans at 2.89% per annum	Yes, continuing connected transactions (the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(3,000,000.00)	23 August 2022	20 May 2025	Related party loans at 2.70% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(3,000,000.00)	23 August 2022	20 November 2025	Related party loans at 2.70% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(4,500,000.00)	24 August 2022	20 June 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)

SIGNIFICANT MATTERS

Related parties	Amount of funding (Note)	Inception date	Maturity date	Explanation	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Finance Company	(6,000,000.00)	24 August 2022	20 June 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(2,000,000.00)	24 August 2022	20 June 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(30,500,000.00)	24 August 2022	25 November 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(2,000,000.00)	24 August 2022	20 December 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(6,500,000.00)	24 August 2022	20 December 2025	Related party loans at 2.80% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(260,714.00)	23 October 2023	20 June 2025	Related party loans at 2.40% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(260,714.00)	23 October 2023	20 December 2025	Related party loans at 2.40% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(100,000,000.00)	7 March 2024	31 March 2025	Related party loans at 2.30% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(200,000,000.00)	7 August 2024	31 August 2025	Related party loans at 2.30% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	(100,000,000.00)	9 August 2024	31 August 2025	Related party loans at 2.30% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	100,000,000.00	7 March 2025	6 March 2026	Related party loans at 2.11% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	2,000,000.00	13 May 2025	20 April 2034	Related party loans at 2.73% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)

SIGNIFICANT MATTERS

Related parties	Amount of funding (Note)	Inception date	Maturity date	Explanation	Whether or not constituting a connected transaction/ continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Finance Company	2,500,000.00	21 July 2025	20 April 2034	Related party loans at 2.73% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	200,000,000.00	1 August 2025	31 July 2026	Related party loans at 2.11% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)
Finance Company	100,000,000.00	14 August 2025	3 August 2026	Related party loans at 2.11% per annum	Yes, continuing connected transactions (associate of the Company's substantial shareholder)	Not applicable (exempt from the announcement requirement according to Rule 14A.90)

Note 1: The Group is the borrower in respect of the borrowings as shown in the table above. Positive amount shall mean borrowings made and negative amount shall mean repayments made.

Note 2: The borrowings as shown in the table above were conducted on normal commercial terms or better; and no assets of the listed issuer's group were pledged as collateral for the relevant financial assistance.

(5) Remuneration of key management personnel

Unit: Yuan Currency: RMB

Item	2025	Whether or not constituting a connected transaction/continuing connected transaction (connected relationship)	Whether or not in compliance with the disclosure requirement under Chapter 14A of the Hong Kong Listing Rules
Remuneration of key management personnel	6,095,233.77	Yes, continuing connected transactions (the Company's Director)	Not applicable (exempt from the announcement requirement according to Rule 14A.95)

(6) Other explanations

* Representing the continuing connected transaction as defined in Chapter 14A of the Listing Rules.

SIGNIFICANT MATTERS

XIII. MAJOR CONTRACTS AND THE PERFORMANCE THEREOF

(I) Trusteeship, contracting and leasing matters

1. Information on trusteeship
☐ Applicable ☒ Not Applicable
2. Information on contracting
☐ Applicable ☒ Not Applicable
3. Information on leasing
☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Name of lessor	Name of lessee	Status of leased assets	Amount of lease of asset	Date of commencement of lease	Date of expiry of lease	Lease income	Basis of determination of lease income	Effect of lease income on the Company	Related party/ connected transaction or Not	Related/ connected relationship
Company	Jiaxing Kaitong Investment Co., Ltd.	Transitional period for Meicun service area	15,550,458.21	1 January 2022	26 December 2024	16,846,213.9	The income is determined based on contractual agreements and accounting standards.	During the Reporting Period, the profit derived from the service area decreased by RMB27,335,000 year-on-year.	No	Others
Company	Jiaxing Kaitong Investment Co., Ltd.	Meicun Service Area	15,550,458.21	17 December 2024	16 December 2030	25,300,808.64	The income is determined based on contractual agreements and accounting standards.	The profit of this service area increased by 25,301,000 compared with the same period last year	No	Others
Company	Jiaxing Litian Expressway Service Zone Operation and Management Co., Ltd.	Catering Project of Xianrenshan Service Area	9,440,940.43	15 November 2022	14 November 2025	6,866,526.35	The income is determined based on contractual agreements and accounting standards.	The profit of this service area for the Reporting Period decreased by RMB1,352,000 year-on-year	No	Others
Company	Jiangsu Hetangyuese Trading Co., Ltd.	Retail project of the Xianrenshan Service Area	9,440,940.43	23 March 2023	22 March 2026	2,021,413	The income is determined based on contractual agreements and accounting standards.	The service area reported a year-on-year decrease in profit of RMB144,000 for the Reporting Period.	No	Others
Company	Jiaxing Tonghui Expressway Service Zone Operation and Management Co., Ltd.	Xianrenshan Service Area	9,440,940.43	15 November 2025	14 November 2029	1,491,666.66	The income is determined based on contractual agreements and accounting standards.	The profit of the service area for the Reporting Period increased by RMB1,492,000 compared with the same period last year	No	Others
Company	Jiangsu Communications Holding Commercial Operation Management Co., Ltd.	Retail Project of the Huanglishu Service Area	40,720,575.18	25 December 2024	24 December 2027	1,464,736.95	The income is determined based on contractual agreements and accounting standards.	Profit for the service area in the Reporting Period increased by 1,465,000 compared to the same period last year.	No	Others
Company	Tongxiang Yintong Expressway Service Zone Operation and Management Co., Ltd.	Catering Project of Huanglishu Service Area	40,720,575.18	20 December 2023	19 December 2026	7,753,216.07	The income is determined based on contractual agreements and accounting standards.	Profit for the service area in the Reporting Period increased by 706,000 compared to the same period last year.	No	Others
Company	Jiaxing Kaitong Investment Co., Ltd.	Yangchenghu Service Area	47,543,648.07	15 May 2018	14 May 2027	13,715,237.28	The income is determined based on contractual agreements and accounting standards.	No year-on-year impact on profit of this service area for the Reporting Period	No	Others
Company	Dragon City Tourism Holding Group Co., Ltd.	Fangmaoshan Service Area	15,480,743.59	11 May 2018	10 May 2026	16,058,297.40	The income is determined based on contractual agreements and accounting standards.	Profit for the service area in the Reporting Period decreased by RMB854,000 year-on-year	No	Others
Company	Jiangsu Communications Holding Commercial Operation Management Co., Ltd.	Douzhuang Service Area	13,755,772.95	1 January 2024	31 December 2026	10,150,000	The income is determined based on contractual agreements and accounting standards.	The service area reported a year-on-year increase in profit of RMB483,000 for the Reporting Period.	No	Others

SIGNIFICANT MATTERS

Explanation of leasing

Huanglishu, Xianrenshan and Meicun Service Area of Shanghai-Nanjing Expressway terminated the original lease contract, and the two parties signed the termination agreement, clarifying that the lease termination date for the above service areas is 31 December 2021. The period between 1 January 2022 and the entry date of the new lessee is a transitional period, during which the operation of those service areas would continue to be maintained by the original lessee. As at the end of the Reporting Period, a new round of tendering for the aforementioned three service areas had been completed. The Company collected the transitional rent from the original lessees based on the newly awarded tender prices, and all transitional rent has been fully collected.

In November 2025, the Company entered into a lease agreement for the entire Xianrenshan Service Area with Jiaxing Tonghui Expressway Service Area Management Co., Ltd., stipulating that the catering facilities would be delivered first on 15 November 2025, with the retail facilities to be delivered upon the expiry of the original retail contract in March 2026.

During the Reporting Period, the Company and its joint lessees re-evaluated the asset values related to service area leases, due to the renewal of lease contracts for multiple service areas and changes in assets following the upgrade and renovation of certain service areas.

(II) Guarantees

☐ Applicable ☒ Not Applicable

(III) Entrusted others to manage cash assets

1. Conditions of entrusted wealth management

(1). General conditions of entrusted wealth management

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Type	Risk profile	Unexpired Balance	Overdue unrecovered amount
Bank wealth management products	Capital preservation	1,795,000,000	0

Others

☐ Applicable ☒ Not Applicable

SIGNIFICANT MATTERS

(2). Breakdown of individual entrusted wealth management

☒ Applicable ☐ Not Applicable

Unit: Yuan Currency: RMB

Trustee	Type of entrusted wealth management	Risk profile	Entrusted wealth management amount	Termination date of entrusted wealth management	End date of entrusted wealth management	Investment Target	Whether there are restricted circumstances	Actual gains or losses	Undue amount	Overdue unrecovered amount
Huaxia Bank	Bank wealth management products	Capital preservation	100,000,000	29 December 2025	14 January 2026	Gold Bullish Ternary	No	-	100,000,000	-
Bank of Jiangsu	Bank wealth management products	Capital preservation	230,000,000	27 November 2025	2 February 2026	AUD/USD exchange rate	No	-	230,000,000	-
Ningbo Bank	Bank wealth management products	Capital preservation	100,000,000	27 November 2025	5 January 2026	Derivative product linked to the AUD/USD exchange rate	No	-	100,000,000	-
Bank of Communications	Bank wealth management products	Capital preservation	100,000,000	28 October 2025	6 January 2026	Gold-linked Dual-tranche Structured	No	-	100,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	130,000,000	28 November 2025	2 February 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	130,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	250,000,000	29 December 2025	4 February 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	250,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	60,000,000	22 August 2025	2 February 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	60,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	125,000,000	29 September 2025	4 February 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	125,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	60,000,000	10 November 2025	11 May 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	60,000,000	-
Ningbo Bank	Bank wealth management products	Capital preservation	200,000,000	17 December 2025	15 June 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	200,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	80,000,000	17 December 2025	2 June 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	80,000,000	-
Ningbo Bank	Bank wealth management products	Capital preservation	30,000,000	28 July 2025	1 July 2026	Euro to US Dollar Exchange Rate-Linked Derivative Products	No	-	30,000,000	-
China Merchants Bank	Bank wealth management products	Capital preservation	20,000,000	6 November 2025	5 February 2026	Derivative products linked to gold price levels	No	-	20,000,000	-
Ningbo Bank	Bank wealth management products	Capital preservation	50,000,000	4 December 2025	1 April 2026	Derivative product linked to the AUD/USD exchange rate	No	-	50,000,000	-

SIGNIFICANT MATTERS

Trustee	Type of entrusted wealth management	Risk profile	Entrusted wealth management amount	Termination date of entrusted wealth management	End date of entrusted wealth management	Investment Target	Whether there are restricted circumstances	Actual gains or losses	Undue amount	Overdue unrecovered amount
China Merchants Bank	Bank wealth management products	Capital preservation	60,000,000	25 December 2025	15 January 2026	Gold	No	-	60,000,000	-
Bank of Nanjing	Bank wealth management products	Capital preservation	30,000,000	31 December 2025	7 January 2026	EUR/USD spot exchange rate	No	-	30,000,000	-
Bank of Nanjing	Bank wealth management products	Capital preservation	60,000,000	26 December 2025	10 April 2026	EUR/USD spot exchange rate	No	-	60,000,000	-
Shanghai Pudong Development Bank	Bank wealth management products	Capital preservation	50,000,000	25 December 2025	10 April 2026	EUR/USD exchange rate	No	-	50,000,000	-
China Merchants Bank	Bank wealth management products	Capital preservation	50,000,000	26 December 2025	3 April 2026	Gold	No	-	50,000,000	-
Bank of China	Bank wealth management products	Capital preservation	10,000,000	24 December 2025	27 January 2026	AUD/USD Spot Rate	No	-	10,000,000	-

Note 1: The above table presents the entrusted wealth management products that remained outstanding as at the end of the Reporting Period.

Note 2: During the Reporting Period, the accumulated amount of wealth management products purchased by the Group from any one bank over a 12-month period did not reach or exceed 5% of total assets (adjusted to reduce dividends payable in accordance with listing rules) or market capitalisation.

Others

☐ Applicable ☒ Not Applicable

(3). *Entrusted wealth management impairment provision*

☐ Applicable ☒ Not Applicable

2. Entrusted loans

(1). *General conditions of entrusted loans*

☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Type	Sources of Funds	Amount Incurred	Unexpired Balance	Overdue unrecovered amount
Entrusted loans	Self-owned funds	-5,330.00	163,370.00	-

Others

☐ Applicable ☒ Not Applicable

SIGNIFICANT MATTERS

(2). Breakdown of individual entrusted loans

☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Trustee	Type of Entrusted Loans	Entrusted Loans Amount	Commencement Date of Entrusted Loans	Termination Date of Entrusted Loans	Sources of Funds	Investment Target	Determination of Returns	Annualized Yield Rate	Expected Gains (If Any)	Actual Gains or Losses	Actual Recovery	Whether Followed the Statutory Procedures	Future Entrusted Loans Plan Available	Amount of Impairment Provision (If Any)
Shanghai Pudong Development Bank	-	23,600.00	14 January 2025	13 January 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	18,600.00	14 March 2025	13 March 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,300.00	11 April 2025	10 April 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	5,900.00	19 May 2025	18 May 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	3,000.00	4 June 2025	3 June 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	500.00	10 June 2025	9 June 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,800.00	18 June 2025	17 June 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,300.00	15 August 2025	14 August 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,100.00	12 September 2025	11 September 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	5,300.00	7 November 2025	6 November 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	3,000.00	15 August 2025	14 August 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	4,000.00	14 September 2023	13 September 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	21,500.00	23 August 2024	22 August 2027	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,000.00	9 October 2024	8 October 2027	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	45,000.00	18 October 2024	17 October 2027	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	5,000.00	3 January 2025	2 January 2028	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-

SIGNIFICANT MATTERS

Trustee	Type of Entrusted Loans	Entrusted Loans Amount	Commencement Date of Entrusted Loans	Termination Date of Entrusted Loans	Sources of Funds	Investment Target	Determination of Returns	Annualized Yield Rate	Expected Gains (If Any)	Actual Gains or Losses	Actual Recovery	Whether Followed the Statutory Procedures	Future Entrusted Loans Plan Available	Amount of Impairment Provision (If Any)
Shanghai Pudong Development Bank	-	4,000.00	17 January 2025	16 January 2028	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	10,000.00	21 March 2025	20 March 2025	Self-owned funds	Daily operations	Interest to be paid quarterly	0.00%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,500.00	19 March 2025	18 March 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,700.00	19 June 2025	18 June 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	470.00	16 July 2025	15 July 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	800.00	19 September 2025	18 September 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
Shanghai Pudong Development Bank	-	1,700.00	19 December 2025	18 December 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.30%	-	-	-	Yes	Yes	-
China Construction Bank	-	100.00	18 July 2025	17 July 2026	Self-owned funds	Daily operations	Interest to be paid quarterly	2.24%	-	-	-	Yes	Yes	-

Note: The above table presents the entrusted loans that remained outstanding as at the end of the Reporting Period.

Others

☐ Applicable ☒ Not Applicable

(3). *Entrusted loans impairment provision*

☐ Applicable ☒ Not Applicable

3. Others

☐ Applicable ☒ Not Applicable

(IV) Other major contracts

☐ Applicable ☒ Not Applicable

XIV. PROGRESS IN USE OF FUND RAISED

☐ Applicable ☒ Not Applicable

XV. EXPLANATION OF OTHER SIGNIFICANT MATTERS THAT HAVE A SIGNIFICANT IMPACT ON INVESTORS IN MAKING VALUE JUDGMENTS AND INVESTMENT DECISIONS

☐ Applicable ☒ Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

I. CHANGES IN SHARE CAPITAL

(I) Table of changes in shares

1. Table of changes in shares

During the Reporting Period, there were no changes in the total amount of ordinary share and the capital structure of the Company.

2. Explanation of changes in shares

☐ Applicable ☒ Not Applicable

3. Effect on financial indicators as earnings per share and net asset per share in the recent one year and one tranche from changes in shares (if any)

☐ Applicable ☒ Not Applicable

4. Other matters considered necessary by the Company or required to be disclosed by security regulatory institution

☐ Applicable ☒ Not Applicable

(II) Changes in shares subject to selling restrictions

☐ Applicable ☒ Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

II. SECURITY ISSUANCE AND LISTING

(I) Issued security during the Reporting Period

☒ Applicable

☐ Not Applicable

Unit: hundred million shares Currency: RMB

Categories of stock and its derivative security	Date of issuance	Price (or interest rate) of issuance	Number of issuance	Listing date	Approved offering and trading volume	Termination date of trading
Categories of ordinary shares						
H Shares	27 June 1997	HKD3.11	12.22	27 June 1997	12.22	-
A Shares (Note)	20 December 2000	RMB4.20	1.50	16 January 2001	1.50	-
Convertible corporate bonds, separately tradable and convertible bonds						
-	-	-	-	-	-	-
Bonds (including enterprise bonds, corporate bonds and debt financing instruments of non-financial enterprises)						
Jiangsu Expressway Co., Ltd. 2025 Public Offering of Corporate Bonds to Professional Investors (First Tranche)	11 February 2025	1.88%	0.050	13 February 2025	0.050	13 February 2030
Jiangsu Expressway Co., Ltd. 2025 Public Offering of Corporate Bonds to Professional Investors (Second Tranche)	15 August 2025	1.86%	0.100	19 August 2025	0.100	19 August 2028
Jiangsu Expressway Co., Ltd. 2025 Public Offering of Corporate Bonds to Professional Investors (Third Tranche)	27 October 2025	1.87%	0.050	28 October 2025	0.050	28 October 2028
2025 medium-term notes (first tranche)	13 January 2025	1.90%	0.060	15 January 2025	0.060	15 January 2030
2025 medium-term notes (second tranche)	8 January 2025	1.77%	0.090	10 January 2025	0.090	10 January 2028
2025 medium-term notes (third tranche)	13 February 2025	1.79%	0.110	14 February 2025	0.110	14 February 2028
2025 medium-term notes (fourth tranche)	21 April 2025	1.84%	0.140	22 April 2025	0.140	22 April 2028
2025 ultra-short-term notes (first tranche)	18 March 2025	1.86%	0.056	19 March 2025	0.056	25 July 2025
2025 ultra-short-term notes (second tranche)	9 April 2025	1.80%	0.059	10 April 2025	0.059	15 August 2025
2025 ultra-short-term notes (third tranche)	10 June 2025	1.52%	0.020	11 June 2025	0.020	17 October 2025
2025 ultra-short-term notes (fourth tranche)	22 July 2025	1.48%	0.056	23 July 2025	0.056	9 January 2026
2025 ultra-short-term notes (fifth tranche)	12 August 2025	1.49%	0.059	13 August 2025	0.059	16 January 2026
2025 ultra-short-term notes (sixth tranche)	18 August 2025	1.50%	0.050	19 August 2025	0.050	6 February 2026
2025 ultra-short-term notes (seventh tranche)	26 August 2025	1.52%	0.100	27 August 2025	0.100	6 February 2026
2025 ultra-short-term notes (eighth tranche)	10 September 2025	1.57%	0.070	11 September 2025	0.070	17 April 2026
2025 ultra-short-term notes (ninth tranche)	30 September 2025	1.63%	0.025	9 October 2025	0.025	12 June 2026
2025 ultra-short-term notes (tenth tranche)	14 October 2025	1.59%	0.020	15 October 2025	0.020	12 June 2026
Other derivative securities						
-	-	-	-	-	-	-

Note: The Company completed the share split reform in 2006, and the non-tradable legal person shares have obtained the right to trade in A shares since 16 May 2006.

Explanation of issued securities during the Reporting Period (for bonds with different interest rate in the duration, please explain respectively):

☒ Applicable

☐ Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

Registered by the document, Zheng Jian Xu Ke [2024] No. 1916, of China Securities Regulatory Commission, the Company publicly issued the corporate bonds with a total value of less than RMB8 billion (RMB8 billion included) to professional investors. During the Reporting Period, the Company issued the corporate bonds of RMB2 billion to professional investors by three tranches.

According to the document "[2024] MTN1049" issued by the National Association of Financial Market Institutional Investors, the Company was able to issue medium-term notes in tranches for two years after 31 October 2024, with the Company's registered amount of medium-term notes as RMB4 billion. During the Reporting Period, the Company issued the medium-term notes of RMB4 billion to professional investors by four tranches.

According to the document, Zhong Shi Xie Zhu [2024] SCP No. 401, of National Association of Financial Market Institutional Investors, the Company was able to issue ultra-short-term notes in tranches for two years after 30 December 2024, with the Company's registered amount of ultra-short-term notes as RMB4 billion. During the Reporting Period, the Company issued the ultra-short-term financing bonds of RMB5.15 billion to professional investors by 10 tranches.

(II) Changes in total amount of ordinary share and shareholders structure as well as changes in corporate assets and liability structure

☐ Applicable ☒ Not Applicable

(III) Current shares of employee

☐ Applicable ☒ Not Applicable

III. SHAREHOLDERS AND DE FACTO CONTROLLER

(I) Total amount of shareholders

Total amount of ordinary shareholders as at the end of the Reporting Period	40,579
Total amount of ordinary shareholders as at the end of the month before the annual report date	43,420
Total amount of preference shareholders with voting right restored as at the end of the Reporting Period	Not applicable
Total amount of preference shareholders with voting rights restored as at the end of the month before the annual report date	Not applicable

Note: As at the end of the Reporting Period, the total number of A-share shareholders was 40,222, the number of H-share shareholders was 357, making a total of 40,579 shareholders. As at the last trading day of the month preceding the disclosure date of the annual report, the number of A-share shareholders was 43,061, the number of H-share shareholders was 359, making a total of 43,420 shareholders.

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

(II) Shares of top ten shareholders and top ten outstanding shareholders (or holders of shares not subject to any sales restrictions) as at the end of the Reporting Period

Shares of top ten shareholders (excluding share lending through refinancing)

Unit: share

Name of shareholder (Full Name)	Increase/ decrease during the Reporting Period	Number of shares held at the end of the Reporting Period	Equity interest (%)	Number of the shares subject to lock-up	Collateralized, tagged, or frozen		Nature of shareholders
					Status of shares	Number	
Jiangsu Communications Holding Company Limited	0	2,742,578,825	54.44	–	Nil	–	State-owned entity
China Merchants Expressway Network & Technology Holdings Co., Ltd. (Note 1)	498,400	589,557,477	11.70	–	Nil	–	State-owned entity
BlackRock, Inc.	17,800,200	121,470,171	2.41	–	Nil	–	Overseas entity
Jiangsu YS Capital Management Co., LTD.	86,232,000	86,232,000	1.71	–	Nil	–	State-owned entity
JPMorgan Chase & Co.	585,857	74,830,340	1.49	–	Nil	–	Overseas entity
STATE STREET CORPORATION	21,030,000	66,234,148	1.31	–	Nil	–	Overseas entity
Agricultural Bank of China Limited – Southern S&P China A-Share Large-Cap Dividend Low-Volatility 50 Exchange- Traded Fund	8,246,513	14,690,291	0.29	–	Nil	–	Others
Cathay Haitong Securities Co., Ltd. (Note 2)	13,068,006	13,068,006	0.26	–	Nil	–	State-owned entity
China Galaxy Asset Management Co., Ltd.	0	11,668,300	0.23	–	Nil	–	State-owned entity
Industrial and Commercial Bank of China Limited – Harvest CSI 300 Dividend Low Volatility Exchange Traded Fund	-846,796	9,830,087	0.20	–	Nil	–	Others



CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

top ten holders of shares not subject to any sales restrictions (Excluding shares lent under the margin refinancing transfer)

Name of shareholder	Number of the shares not subject to lock-up	Categories and amount of shares	
		Category	Number
Jiangsu Communications Holding Company Limited	2,742,578,825	RMB ordinary shares	2,742,578,825
China Merchants Expressway Network & Technology Holding Co., Ltd.	589,059,077	RMB ordinary shares	589,059,077
	498,400	Overseas-listed foreign shares	498,400
BlackRock, Inc.	121,470,171	Overseas-listed foreign shares	121,470,171
Jiangsu YS Capital Management Co., LTD.	86,232,000	Overseas-listed foreign shares	86,232,000
JPMorgan Chase & Co.	74,830,340	Overseas-listed foreign shares	74,830,340
STATE STREET CORPORATION	66,234,148	Overseas-listed foreign shares	66,234,148
Agricultural Bank of China Limited – Southern S&P China A-Share Large-Cap Dividend Low-Volatility 50 Exchange-Traded Fund	14,690,291	RMB ordinary shares	14,690,291
Cathay Haitong Securities Co., Ltd.	13,068,006	RMB ordinary shares	13,068,006
China Galaxy Asset Management Co., Ltd.	11,668,300	RMB ordinary shares	11,668,300
Industrial and Commercial Bank of China Limited – Harvest CSI 300 Dividend Low Volatility Exchange Traded Fund	9,830,087	RMB ordinary shares	9,830,087

Explanation of buyback in the top ten shareholders	Nil
Explanation of entrusting, entrusted, and giving up voting rights of the above shareholders	Nil
Explanation of the above shareholders belonging to related party or having associated relationship	(1) YS Capital is a wholly-owned subsidiary of Jiangsu Communication Holdings, and the two constitute persons acting in concert. As at the end of the Reporting Period, Jiangsu Communication Holdings and its persons acting in concert collectively held 2,829,340,825 shares in the Company, representing 56.16% of the total share capital; As at the date of this report, Jiangsu Communication Holdings and its persons acting in concert collectively hold 2,883,398,825 shares of the Company, representing a shareholding percentage of 57.24%. The Company is not aware of the existence of related relationship or acting-in-concert arrangement with respect to other shareholders; (2) During the Reporting Period, there were no related party, strategic investors, and general legal persons becoming the top ten shareholders due to the placing of new shares; and (3) The Number of shares of H Shareholders is disclosed in the record of the register maintained under the Hong Kong Securities and Futures Ordinance or disclosed on the website of HKEX.
Explanation on the preference shareholders with voting right restored and their shareholdings	Nil

Note 1: During the Reporting Period, China Merchants Expressway Network & Technology Holdings Co., Ltd. increased its holdings of the Company's H Shares by 498,400 shares through the Shanghai-Hong Kong Stock Connect trading system on the Stock Exchange via centralised bidding transactions, representing an increase of approximately 0.01% of the Company's total share capital.

Note 2: Guotai Haitong Securities Co., Ltd. was established in April 2025 through the merger and restructuring of Guotai Junan Securities Co., Ltd. and Haitong Securities Co., Ltd. At the beginning of the Reporting Period, Guotai Junan Securities Co., Ltd. held 17,643,973 ordinary shares of the Company, and Haitong Securities Co., Ltd. held 1,049,600 ordinary shares of the Company.

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

Information on share lending by shareholders holding more than 5% of the shares, top ten shareholders, and top ten unrestricted and tradable shareholders in the lending of shares through the refinancing business

☐ Applicable ☒ Not Applicable

Changes of top ten shareholders and top ten shareholders with unlimited tradable shares from the previous period due to lending/repayment of refinancing

☐ Applicable ☒ Not Applicable

Number of shares held by the top ten shareholders subject to sales restrictions and conditions of sales restrictions

☐ Applicable ☒ Not Applicable

(III) Strategic investors or general legal persons becoming the top ten shareholders due to the placing of new shares

☐ Applicable ☒ Not Applicable

(IV) Interest or short position

As at 31 December 2025, the interest or short position of the Company's shares or related shares held by the following shareholders (excluding directors and chief executives) that shall be disclosed and recorded in the book based on section 336 of the Securities and Futures Ordinance according to the terms of Section 2 and Section 3 of Part XV of the Securities and Futures Ordinance:

Unit: share

Name of shareholder	Number of A shares			Percentage in A Shares (total shares)
	Identity	Direct interests	Number of A shares	
Jiangsu Communications Holding Company Limited (江蘇交通控股有限公司)	Others	Yes	2,742,578,825(L)	71.88% (54.44%) (L)
China Merchants Expressway Network& Technology Holding Co., Ltd. ⁽¹⁾	Others	Yes	589,059,077(L)	15.44% (11.69%) (L)

Name of shareholder	Number of H shares			Percentage in H Shares (total shares)
	Identity	Direct interests	Number of H shares	
Jiangsu Communications Holding Company Limited (江蘇交通控股有限公司)	Controlled body corporate interests ⁽²⁾	No	86,232,000(L)	7.06% (1.71%) (L)
Jiangsu Yunshan Capital Management Co., Ltd.	Beneficial owner	Yes	86,232,000(L)	7.06% (1.71%) (L)
BlackRock, Inc.	Controlled body corporate interests ⁽³⁾	No	121,470,171(L)	9.94% (2.41%) (L)
JPMorgan Chase & Co.	Controlled body corporate interest/Investment manager/ Guarantee person holding shares/ Authorised Lending Agent ⁽⁴⁾	No	43,728,000(S)	3.58% (0.87%) (S)
			74,830,340(L)	6.12% (1.49%) (L)
			13,411,474(S)	1.10%(0.27%) (S)
STATE STREET CORPORATION			50,821,189(P)	4.16%(1.01%) (P)
	Investment manager ⁽⁵⁾	No	66,234,148(L)	5.42% (1.31%) (L)

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

- (1) China Merchants Group Corporation Limited is considered to hold the Company's share interest due to the interest of its controlled subordinate body corporate, China Merchants Expressway Network.
- (2) Jiangsu Communications Holding Co., Ltd. holds an interest in the shares of the Company through its wholly-owned subsidiary, Jiangsu Yunshan Capital Management Co., Ltd.
- (3) BlackRock, Inc. is deemed to have a long position in a total of 121,470,171 H shares of the Company (of which 927,200 H shares are cash-settled (over-the-counter) derivatives) and a short position in 43,728,000 H shares of the Company (of which 20,796,000 H shares are cash-settled (over-the-counter) derivatives) by virtue of its control over a number of corporations. All of the corporations are indirectly wholly-owned by BlackRock, Inc., except for the following:
 - a) BlackRock Holdco 6, LLC has its 90% interest indirectly held by BlackRock, Inc. BlackRock Holdco 6, LLC has the Company's interest through the following corporates indirectly wholly-owned by it:
 - i. BlackRock Institutional Trust Company, National Association holds 19,871,876 H Shares (L) and 18,200,000 H Shares (S) of the Company.
 - ii. BlackRock Fund Advisors holds 73,190,000 H Shares (L) of the Company.
 - b) BR Jersey International Holdings L. P. has its 86% interest indirectly held by BlackRock, Inc. BR Jersey International Holdings L. P. has the Company's interest through the following corporates indirectly wholly-owned by it:
 - i. BlackRock Japan Co., Ltd. Holds 908,883 H Share (L) of the Company.
 - ii. BlackRock Investment Management (Australia) Limited holds 316,000 H Shares (L) of the Company.
 - iii. BlackRock Asset Management North Asia Limited holds 2,359,963 H Shares (L) of the Company.
 - iv. BlackRock (Singapore) Limited holds 735,885 H Shares (L) of the Company.
 - c) BlackRock Group Limited has its 90% interest indirectly held by BR Jersey International Holdings L. P (see note 3(b) in the above). BlackRock Group Limited has the Company's interest through the following corporates directly or indirectly wholly-owned by it:
 - i. BlackRock (Netherlands) B. V. holds 594,041 H Shares (L) of the Company.
 - ii. BlackRock Asset Management Ireland Limited holds 12,868,000 H Shares (L) of the Company.
 - iii. BLACKROCK (Luxembourg) S. A. holds 70,000 H Shares (L) and of the 5,462,000 H Shares (S) of the Company.
 - iv. BlackRock Investment Management (UK) Limited holds 1,734,000 H Shares (L) of the Company.
 - v. BlackRock Fund Managers Limited holds 3,810,403 H Shares (L) of the Company.
 - vi. BlackRock Asset Management Schweiz AG holds 16,000 H Shares (L) of the Company.

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

- (4) JPMorgan Chase & Co. is considered to hold the 74,830,340 H Shares (L) (among which 10,153,267 H Shares are related to derivative instruments traded with cash settlement (over-the-counter)) and 13,411,474 H Shares (S) (among which 120,000 H Shares are related to derivative instruments traded with cash settlement (over-the-counter) and physical delivery (over-the-counter)) of the Company. Interests held by JP Morgan Chase & Co. is held with the identity of:

Identity	Number of Shares (L)	Number of Shares (S)	Number of Shares (P)
Controlled body corporate interest	15,395,871	13,411,474	
Investment manager	8,438,000		
Guarantee person holding shares	175,280		
Authorised Lending Agent	50,821,189		50,821,189

- (5) STATE STREET CORPORATION holds an interest in the Company through the following wholly-owned entities:
- a) STATE STREET GLOBAL ADVISORS TRUST COMPANY holds 21,296,811 H Shares (L) of the Company.
 - b) SSGA FUNDS MANAGEMENT, INC. holds 16,013,326 H Shares (L) of the Company.
 - c) STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED holds 3,674,000 H Shares (L) of the Company.
 - d) STATE STREET GLOBAL ADVISORS ASIA LIMITED holds 2,540,000 H Shares (L) of the Company.
 - e) STATE STREET GLOBAL ADVISORS, LTD. holds 14,000 H Shares (L) of the Company.
 - f) STATE STREET GLOBAL ADVISORS (JAPAN) CO., LTD. holds 2,896,280 H Shares (L) of the Company.
 - g) STATE STREET GLOBAL ADVISORS EUROPE LIMITED holds 17,396,000 H shares (L) of the Company.
 - h) STATE STREET GLOBAL ADVISORS LIMITED holds 2,403,731 H shares (L) of the Company.

IV. CONTROLLING SHAREHOLDER AND DE FACTO CONTROLLER

(I) Controlling shareholder

1. Legal representative

☒ Applicable ☐ Not Applicable

Name	Jiangsu Communications Holding Company Limited
Head of office or legal representative	Wang Xianzheng
Date of establishment	5 March 1993
Principal business	Operation and management of state-owned assets (within the scope authorised by the provincial government), investment, construction, operation and management of transportation infrastructure, transportation and related industries, expressway toll collection, industrial investment, and domestic trade.
Shares of other domestic/overseas listed corporates controlling or holding shares during the Reporting Period	
Other explanations	—

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

2. Natural person

☐ Applicable ☒ Not Applicable

3. Special explanation of the condition where the Company has no controlling shareholder

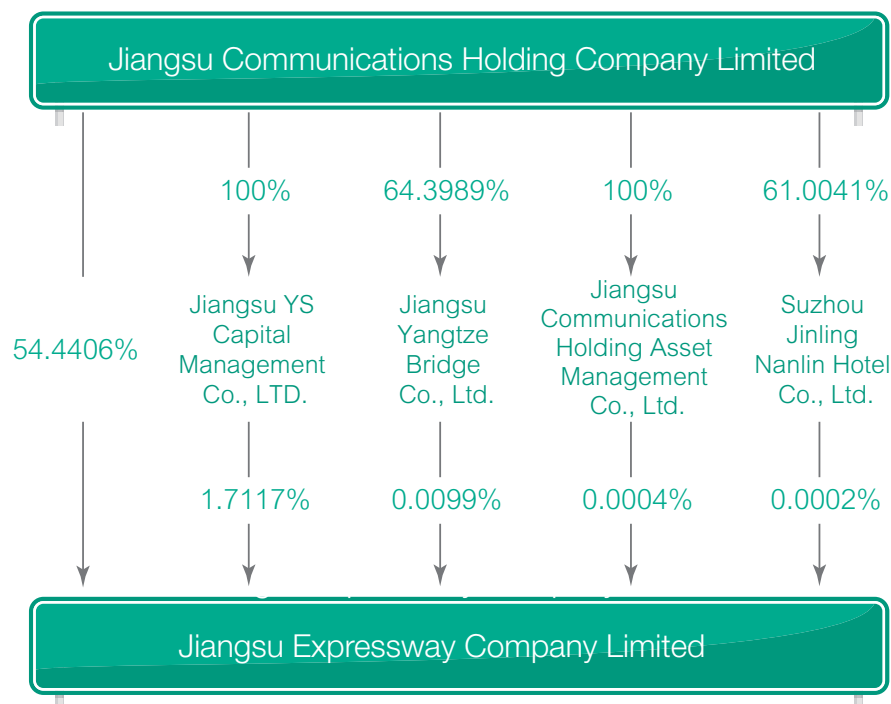
☐ Applicable ☒ Not Applicable

4. Explanation of changes in controlling shareholders during the Reporting Period

☐ Applicable ☒ Not Applicable

5. The chart of the relationship between the Company and the Controlling shareholder on the property ownership and controlling rights

☒ Applicable ☐ Not Applicable



Note: As at the end of the Reporting Period, Jiangsu Communication Holdings and its persons acting in concert held in aggregate 2,829,340,825 Shares of the Company, representing 56.16% of the total share capital of the Company. As at the date of this report, Jiangsu Communication Holdings and its persons acting in concert held in aggregate 2,883,398,825 Shares of the Company, representing 57.24% of the total share capital of the Company.

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

(II) De facto controller

1. Legal person



Applicable



Not Applicable

Name	Jiangsu Provincial Government State-owned Assets Supervision and Administration Commission
Head of office or legal representative	—
Date of establishment	—
Principal business	—
Shares of other domestic/overseas listed corporates controlling or holding shares during the Reporting Period	Apart from holding equity in the Company, as at the end of the Reporting Period, Jiangsu Communications Holding Group directly held the following equity stakes: 1.92% in Bank of Jiangsu (600919), 14.71% in Bank of Nanjing (601009), 43.36% in Chunlan (60085), 5.42% in Huatai Securities (601688), 2.5% in Jinling Hotel (601007), 48.46% in Tongxingbao (301339), 21.53% in Jiangsu Financial Leasing (600901), 0.32% in Hua Xia Bank (600015), 0.0196% in China Everbright Bank (601818), and 0.00113% in Bank of Communications (601328).
Other explanations	—

2. Natural person



Applicable



Not Applicable

3. Special explanation on no actual controller for the Company



Applicable



Not Applicable

4. Explanation of changes in control of the Company during the Reporting Period



Applicable



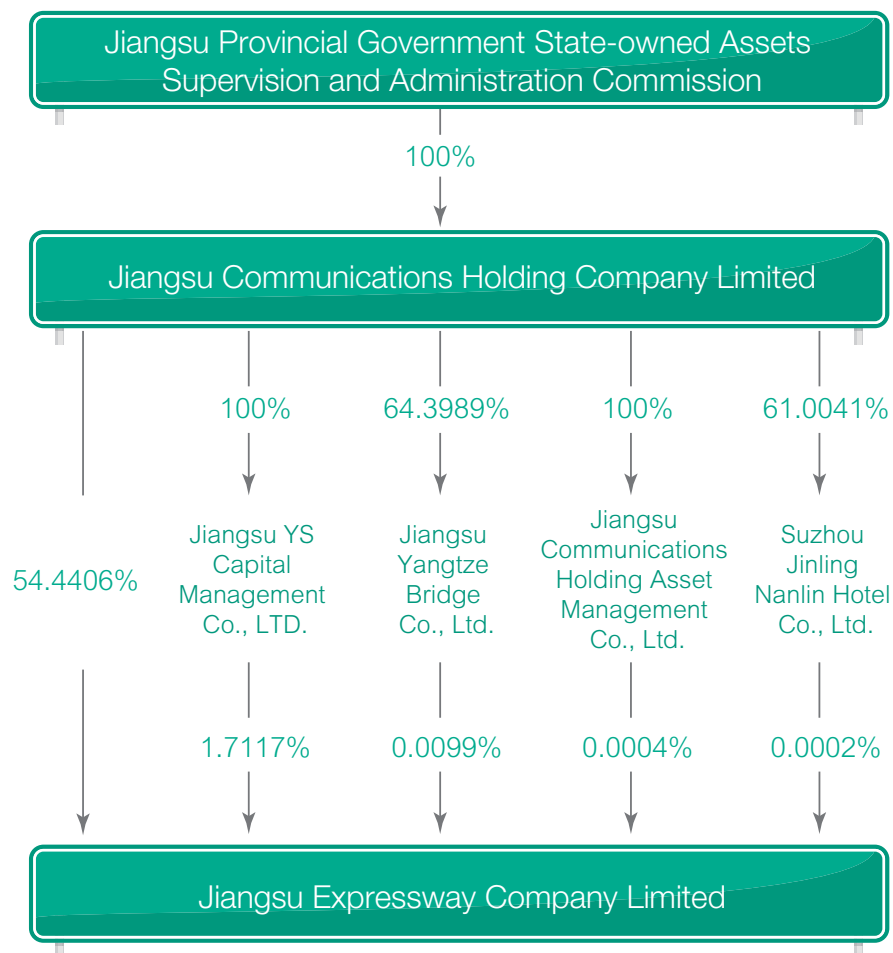
Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

5. Block diagrams of the relationship of ownership and control between the Company and its de facto controller

☒ Applicable

☐ Not Applicable



6. De facto controller controlling the Company with credit or other asset management method

☐ Applicable

☒ Not Applicable

(III) Other introductions about controlling shareholders and de facto controller

☐ Applicable

☒ Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

V. ACCUMULATED NUMBER OF SHARES PLEDGED BY THE CONTROLLING SHAREHOLDER OR THE LARGEST SHAREHOLDER OF THE COMPANY AND PERSONS ACTING IN CONCERT ACCOUNTING FOR MORE THAN 80% OF THE NUMBER OF SHARES IN THE COMPANY

☐ Applicable ☒ Not Applicable

VI. OTHER LEGAL PERSON SHAREHOLDERS HOLDING SHARES OF OVER 10%

☒ Applicable ☐ Not Applicable

Unit: RMB0.01 million Currency: RMB

Name of legal representative shareholder	Head of office or legal representative	Date of establishment	Institution code	Registered capital	Principal business or Management
China Merchants Expressway Network & Technology Holding Co., Ltd.	YANG Xudong	18 December 1993	91110000101717000C	617,821.73	The investment, development, construction and operation management of infrastructure as roads, bridges, wharf, ports, and fairways; the investment management; the development and research of new techniques, product, and materials of transportation infrastructure and the sales of product; the sale of construction material, mechanical and electronic device, cars and auto parts, hardwares, and daily uses; the consult of financial information; and the personnel training.
Explanation	-				

VII. EXPLANATION OF RESTRICTION ON SHARES REDUCTION

☐ Applicable ☒ Not Applicable

VIII. DETAILED PERFORMANCE OF SHARES BUYBACK DURING THE REPORTING PERIOD

☐ Applicable ☒ Not Applicable

IX. PARTICULARS OF PREFERENCE SHARES

☐ Applicable ☒ Not Applicable

CHANGES IN ORDINARY SHARES AND SHAREHOLDERS

X. OTHERS

1. Purchase, sale, and redemption of shares of the Company

During the Reporting Period, the Company and its subsidiaries did not purchase, sale, or redeem the Company's shares; no individual exercised any rights of conversion or subscription based on the convertible notes, options, warrants or any rights of the Company and its subsidiaries.

2. Right of pre-emption

According to the Law of People's Republic of China and the Articles of Association, the Company has no right of preemption to recommend about applying to shareholders for issuing new shares based on the shareholding percentage.

3. Public float

The board of directors confirms that, based on publicly available information and to the extent that the directors are aware, the public float of the Company during the Reporting Period and as at 30 March 2026 (as the latest practicable date before the date of this report) complied with the requirements of Rule 19A.28B of the Hong Kong Listing Rules. As at 30 March 2026 (as the latest practicable date before the publication of this report) and 31 December 2025, the Company had 5,037,747,500 issued shares, comprising 3,815,747,500 A Shares and 1,222,000,000 H Shares.

H Shareholder	As at 31 December 2025		As at 30 March 2026	
	Percentage of total H shares	Percentage of total shares (A shares and H shares)	Percentage of total H shares	Percentage of total shares (A shares and H shares)
Non-public shareholders				
(i) Substantial shareholders and their close associates				
Jiangsu Communications Holding	—	—	—	—
China Merchants Expressway	0.04%	0.01%	0.04%	0.01%
YS Capital (a wholly-owned subsidiary of Jiangsu Communications Holding)	7.06%	1.71%	11.48%	2.78%
Sub-total	7.10%	1.72%	11.52%	2.79%
(ii) Other core connected persons	—	—	—	—
Total non-public shareholders	7.10%	1.72%	11.52%	2.79%
Public float	92.90%	22.54%	88.48%	21.46%
Total H shareholdings	100%	24.26%	100%	24.26%

4. Arrangement of shareholders' waiving or agreeing dividends

During the Reporting Period, there was no arrangement under which any shareholder waived any dividends.

5. Management contracts

During the Reporting Period, no contracts concerning the management and/or administration of the whole or any substantial part of the business of the Company were entered into or existed.

PARTICULARS OF CORPORATE BONDS

I CORPORATE BONDS (INCLUDING ENTERPRISE BONDS) AND DEBT FINANCING INSTRUMENTS OF NON-FINANCING ENTERPRISES

☒ Applicable ☐ Not Applicable

(I) CORPORATE BONDS (INCLUDING ENTERPRISE BONDS)

☒ Applicable ☐ Not Applicable

1. Basic information of corporate bonds

Unit: Hundred million Currency: RMB

Name of bond	Abbreviation	Bond code	Date of issuance	Value date	The nearest repurchase date after 30 April 2026	Maturity date	Outstanding amount	Interest rate (%)	Method for repayment of principal and interest	Trading place	Lead Underwriter	Trustee	Investor eligibility arrangement	Trading mechanism	Whether or not subject to delisting or trading suspension risks
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2021 (first tranche)/(Note)	21 NingHu G1	175706.SH	1 February 2021	2 February 2021	-	2 February 2026	10.00	2.93	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., Xiangzai Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche)	22 NingHu G1	185680.SH	19 April 2022	20 April 2022	-	20 April 2025	10.00	2.90	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., Xiangzai Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (second tranche)	22 NingHu G2	137686.SH	22 August 2022	23 August 2022	-	23 August 2025	5.00	2.55	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., Xiangzai Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Green Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche)	G22 NingHu 1	137962.SH	21 October 2022	24 October 2022	-	24 October 2025	7	2.58	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., CITIC Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (third tranche)	22 NingHu G3	138630.SH	28 November 2022	29 November 2022	-	29 November 2025	5.00	2.95	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., Xiangzai Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2025 (first tranche)	25 NingHu 01	242387.SH	11 February 2025	13 February 2025	-	13 February 2030	5.00	1.88	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., China Securities Co., Ltd., CITIC Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2025(Second Tranche)	25 NingHu 02	243478.SH	15 August 2025	19 August 2025	-	19 August 2028	10.00	1.86	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., China Securities Co., Ltd., CITIC Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2025 (third tranche)	25 NingHu 03	244100.SH	27 October 2025	28 October 2025	-	28 October 2028	5.00	1.87	One-off principal repayment with annual interest payment	Shanghai Stock Exchange	Huatai United Securities Co., Ltd., China Securities Co., Ltd., CITIC Securities Co., Ltd.	Huatai United Securities Co., Ltd.	The bonds were issued to professional investors	Listed on the Bid Trading System and Comprehensive Electronic Platform for Fixed-income Securities	No

Note: The bond has an option for an adjustable coupon rate. The issuer has the right to decide to adjust the coupon rate for the subsequent interest period of the bond at the end of the third year of the bond's term. In February 2024, the coupon rate of the bond was adjusted to 2.93%.

PARTICULARS OF CORPORATE BONDS

Registered by the document, Zheng Jian Xu Ke [2022] No. 2341, of China Securities Regulatory Commission, the Company publicly issued the green corporate bonds with a total value of less than RMB1.7 billion (RMB1.7 billion included) to professional investors. On 21 October 2022, the Company issued the green corporate bonds of RMB700 million to professional investors by one tranche. All the proceeds from the bonds were used for the acquisition of equity interest in YS Energy Company, and the proceeds have been used up according to the agreed purpose. The acquired company, YS Energy Company, is a green entity with its main business scope in the field of renewable energy power generation. The above funds have been invested in the green industry fields required by the Guiding List of Green Industries (2019) and Directories of Projects Supported by Green Bonds (2021), which belong to the field of clean energy, etc.

Countermeasures adopted by the Company in response to delisting or trading suspension risk of the bonds

☐ Applicable ☒ Not Applicable

Payment of interests and repayment of principal during the Reporting Period

☒ Applicable ☐ Not Applicable

Name of bond	Explanation of the payment of interests and repayment of principal
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2021 (first tranche)	For corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2021 (first tranche), the third-year interest of RMB29.3 million was paid on 2 February 2025.
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche)	Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche) was fully redeemed and all interest was paid on 20 April 2025.
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (second tranche)	Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (second tranche) was fully redeemed and all interest was paid on 23 August 2025.
Green Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche)	Green Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (first tranche) were fully redeemed and interest was paid in full on 24 October 2025.
Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (third tranche)	Corporate bonds publicly issued to professional investors by Jiangsu Expressway Company Limited in 2022 (third tranche) was paid in full on 29 November 2025.

PARTICULARS OF CORPORATE BONDS

2. Triggering and execution of issuer or investor option terms and investor protection terms

☒ Applicable ☐ Not Applicable

Options for the issuer to adjust the coupon rate: An issuer is entitled to determine to adjust the coupon rate for the remaining coupon period of the bonds at the end of the third year of the term of the bonds. If the issuer decides to exercise the options to adjust the coupon rate, the coupon rate of the bonds shall be determined in the following manner from the effective date of the adjustment: The adjusted coupon rate shall be subject to the announcement of the implementation of the adjustment of the coupon rate published by the issuer, and there shall be no restriction on the direction and range of the adjustment of the coupon rate. If the issuer decides not to exercise the options to adjust the coupon rate, the coupon rate of the bonds shall remain unchanged until the issuer exercises the option to adjust the coupon rate next time.

Investor's put option: An investor is entitled to sell back all or part of the bonds held by him/her/it to the issuer at the end of the third year of the term of the bonds.

Execution Status: During the Reporting Period, for Bond "21 NingHu G1", the issuer exercised the right to adjust the coupon rate, lowering it from 3.70% to 2.93%. Investors exercised the put option, resulting in a resale amount of RMB121 million for "21 NingHu G1". In accordance with the Put Implementation Announcement, the issuer may resell the put bonds. Put bonds settled for this tranche: RMB121 million; Unresold bonds canceled: RMB0.

PARTICULARS OF CORPORATE BONDS

3. Intermediaries providing services for bond issuance and business in the Duration Period

Name of intermediaries	Business address	Name of signing accountants (if applicable)	Contact person	Contact tel
Huatai United Securities Company Limited (21 NingHu G1, 22 Ning G1, 22 Ning G2, 22 NingHu G3, G22 NingHu 1, 25 NingHu 01, 25 NingHu 02, 25 NingHu 031 lead underwriter, managing trustee)	5th Floor, Building 1, Huatai Securities Plaza, No. 228 Jiangdong Middle Road, Nanjing, Jiangsu Province		LIN Kai, ZHOU Jieli, SUN Mohan	025-83389052
Xiangcai Securities Co., Ltd. (21 NingHu G1, 22 Ning G1, 22 NingHu G2, 22 NingHu G3 co-lead underwriter)	11th Floor, Building A, Xinnancheng Business Center, 198 Xiangfu Middle Road, Tianxin District, Changsha		LI Yandong, SHAO Binbin, MENG Linghao, ZHAO Hao	021-50293515
CITIC Securities Company Limited (G22 NingHu 1, Joint Lead Underwriter for 25 NingHu 01, 25 NingHu 02, 25 NingHu 03 co-lead underwriter)	22/F, CITIC Securities Building, No. 48 Liangmaqiao Road, Chaoyang District, Beijing		CHENG Zhang, SUN Xiaobo, WU Dengwei	010-60834068
China Securities Co., Ltd. (co-lead underwriter for 25 NingHu 01, 25 NingHu 02, 25 NingHu 03)	30/F, Phase I, Guojin Centre, No. 351 Jiangdong Middle Road, Jianye District, Nanjing, Jiangsu Province		FANG Zhenyu, TANG Zishun	025-58965007
Jiangsu Taihe Law Firm (25 NingHu 01, 25 NingHu 02, 25 NingHu 03, the issuer's lawyer)	9/F, Water Resources Technology Building, No. 70 Qingjiang South Road, Nanjing, Jiangsu Province		YIN Tingting, WEI Yan	025-84503333
Grandall Law Firm (Nanjing) (21 NingHu G1, 22 Ning G1, 22 NingHu G2, and 22 NingHu G3, the issuer's lawyer)	7-8/F, Block B, No. 309 Hanzhongmen Street, Nanjing, Jiangsu Province		Li Wenjun	025-89660987
Beijing Dacheng Law Offices, LLP (G22 NingHu 1 the issuer's lawyer)	9th Floor, Block A, Lianchuang Technology Building, 18 JiHui Road, Gulou District, Nanjing		ZHU Bin	13813952887
China Chengxin International Credit Rating Co., Ltd. (21 NingHu G1, 22 Ning G1, 22 NingHu G2, 22 NingHu G3, G22 Ning 1 credit rating agency)	Room 60101, Building 1, 2 Nanzhugan Hutong, Dongcheng District, Beijing		Cao Run, Qi Chen	010-66428877
China Chengxin Green Finance Technology (Beijing) Co., Ltd. (G22 NingHu 1 assessment institution)	Room 50532, 4/F, Building 1, 2 Nanzhugan Hutong, Dongcheng District, Beijing		MA Jun	18010038172
KPMG Huazhen LLP (22 NingHu G1, 22 NingHu G2, 22 NingHu G3, G22 NingHu 1, 25 NingHu 01, 25 NingHu 02, and 25 NingHu 03 accounting firm)	8/F, Tower E2, Oriental Plaza, 1 East Chang'an Avenue, Dongcheng District, Beijing	ZHOU Xuchun, CAO Yang	ZHOU Xuchun, CAO Yang	010-85085000
Deloitte Huayong Accounting Firm (Special General Partnership) (21 NingHu G1, 22 Ning G1, 22 NingHu G2, 22 NingHu G3, G22 NingHu 1 accounting firm)	30/F, 222 East Yan'an Road, Huangpu District, Shanghai	YANG Bei, CHEN Shi	Chen Shi	025-57908880

The change of the above intermediaries

☐

Applicable

☒

Not Applicable

PARTICULARS OF CORPORATE BONDS

4. Adjustment of credit rating results

☐ Applicable ☒ Not Applicable

Other explanations:

☐ Applicable ☒ Not Applicable

5. Performance of and change to the guarantee, debt repayment plan and other measures to ensure debt repayment during the Reporting Period and their effects

☐ Applicable ☒ Not Applicable

(II) PROCEEDS FROM THE ISSUANCE OF CORPORATE BONDS

☒ Corporate bonds involved the use of proceeds or rectification during the Reporting Period

☐ None of the Company's corporate bonds involved the use of proceeds or rectification during the Reporting Period

1. Basic information

Unit: Hundred million Currency: RMB

Bond code	Abbreviation	Whether it is a special-purpose bond	Specific type of special-purpose bond	Total amount of raised funds	Balance of fund raised at the end of the Reporting Period	Balance of fund raised in special account at the end of the Reporting Period
244100. SH	25 NingHu 03	No	Not applicable	5.00	0.00	0.00
243478. SH	25 NingHu 02	No	Not applicable	10.00	0.00	0.00
242387. SH	25 NingHu 01	No	Not applicable	5.00	0.00	0.00

2. Changes and adjustments in the use of fund raised

☐ Applicable ☒ Not Applicable

3. Usage of fund raised

(1). Actual usage (Excluding temporary cash flow supplement)

Unit: Hundred million Currency: RMB

Bond code	Abbreviation	Actual amount of fundraising proceeds used during the Reporting Period	Amount of repayment of interest-bearing debt (Excluding corporate bonds)	Amount of repayment of corporate bonds	Amount of supplement of working capital	Amounts involved in fixed asset investment projects	Amounts involved in equity investments, debt investments, or asset acquisitions	Amounts for other purposes
244100. SH	25 NingHu 03	5.00	-	5.00	-	-	-	-
243478. SH	25 NingHu 02	10.00	10.00	-	-	-	-	-
242387. SH	25 NingHu 01	5.00	-	5.00	-	-	-	-

PARTICULARS OF CORPORATE BONDS

(2). *Proceeds used for the repayment of corporate bonds and other interest-bearing debts*

☒ Applicable ☐ Not Applicable

Bond code	Abbreviation	Specific details of corporate bond repayment	Specific details of other interest-bearing debt repayment (excluding corporate bonds)
244100. SH	25 NingHu 03	The proceeds from the issuance of 25 NingHu 03 are to be used to replace the internal funds utilised to repay the principal of the G22 NingHu 1 corporate bond. The maturity date of G22 NingHu 1 is 24 October 2025.	–
243478. SH	25 NingHu 02	–	The proceeds from the 25 NingHu 02 bond issuance are intended for the partial repayment of the principal of the 20 NingHu Gao MTN001. The maturity date of the 20 NingHu Gao MTN001 is 21 August 2025.
242387. SH	25 NingHu 01	The proceeds from the issuance of 25 NingHu 01 are intended to replace the Company's own funds used for repaying the principal of the 21 NingHu G2 corporate bond. The maturity date of 21 NingHu G2 is 24 November 2024.	–

(3). *Proceeds are used to supplement working capital (excluding temporary replenishment of working capital here)*

☐ Applicable ☒ Not Applicable

(4). *Fund raised for specific projects*

☐ Applicable ☒ Not Applicable

(5). *Fund raised for other purposes*

☐ Applicable ☒ Not Applicable

(6). *Temporary cash flow supplement*

☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

4. Compliance of fund raised usage

Bond code	Abbreviation	Use of proceeds as stipulated in the prospectus	Actual use of fund raised as of the end of the Reporting Period (Including actual usage and temporary cash flow supplement)	Whether the actual use is consistent with the agreed use (Including the use agreed in the prospectus and the compliant changes)	Whether the use of fund raised and the management of the special fund account are compliant during the Reporting Period	Whether the use of fund raised complies with local government debt management regulations
244100. SH	25 NingHu 03	The proceeds are to be used to replace the self-owned funds utilised for the repayment of the principal amount of G22 NingHu 1.	The proceeds are to be used to replace the self-owned funds utilised for the repayment of the principal amount of G22 NingHu 1.	Yes	Yes	Yes
243478. SH	25 NingHu 02	Proceeds to be used for partial repayment of the principal of 20 NingHu Gao MTN001	Proceeds to be used for partial repayment of the principal of 20 NingHu Gao MTN001	Yes	Yes	Yes
242387. SH	25 NingHu 01	The proceeds from the offering are to be used to replenish the company's own funds previously utilised for the repayment of the principal of 21 NingHu G2.	The proceeds from the offering are to be used to replenish the company's own funds previously utilised for the repayment of the principal of 21 NingHu G2.	Yes	Yes	Yes

There are violations of regulations in the use of fund raised and management of fund accounts.

☐ Applicable ☒ Not Applicable

(III) Other Matters That Should Be Disclosed For Special Bonds

☒ Applicable ☐ Not Applicable

1. The Company is an issuer of exchangeable corporate bonds

☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

2. The Company is an issuer of green corporate bonds

☒ Applicable ☐ Not Applicable

Unit: Hundred million Currency: RMB

Bond code	137962. SH
Abbreviation	G22 NingHu 1
Special bond types	Green corporate bonds
Total amount of proceeds	7.00
Utilized amount	7.00
Temporary supplemental funding amount	–
Unutilized amount	–
Number of green projects	1
Green project name	Equity Acquisition of Jiangsu Yunshan Green Energy Investment Holding Company Limited
Whether the use of proceeds is consistent with the promised purpose or the latest disclosed purpose	☒ Yes ☐ No
Change in the use of proceeds	☐ Yes ☒ No
Whether the use after the change is entirely for green projects	☐ Yes ☐ No ☒ Not Applicable
Procedures performed for the change	–
Whether the change is disclosed	☐ Yes ☐ No ☒ Not Applicable
Disclosure time of change announcement	–
Amount of idle funds during the Reporting Period	0.00
Status of storage, management and use plan of idle funds	Nil
Progress of the green projects to which the proceeds will be invested, including but not limited to an overview of each project, the catalogue category to which it belongs, the region in which the project is located, the investment, construction, current status and operation details, etc.	All the proceeds from the bonds were used for the acquisition of equity interest in YS Energy Company, and the proceeds have been used up according to the agreed purpose. The acquired company, YS Energy Company, is a green entity with its main business scope in the field of renewable energy power generation. The above funds have been invested in the green industry fields required by the Guiding List of Green Industries (2019) and Directories of Projects Supported by Green Bonds (2021), which belong to the field of clean energy, etc.
Information on significant pollution incidents, administrative penalties for environmental issues, and other environmental violations related to green projects funded by raised funds during the Reporting Period, and whether these events will have a significant impact on debt repayment (if any)	Nil
Environmental benefits of green projects funded by raised funds, including the standards, methods, basis, and key assumptions used for calculating the environmental benefits of selected green projects	Not applicable

PARTICULARS OF CORPORATE BONDS

Expected and/or actual environmental benefits of the green projects to which the proceeds are to be invested (specific environmental benefits should, in principle, be disclosed in accordance with the relevant requirements of the 'Guidelines on Disclosure of Information during the Survival Period of Green Bonds', and explanations should be provided in respect of those environmental benefit indicators that cannot be disclosed)	Not applicable
For quantitative environmental benefits, if there is a significant change (more than 15%) in the environmental benefits during the period from those disclosed at the time of registration and issuance, the reasons must be disclosed.	Not applicable
Management methods and specific arrangements for proceeds	The Issuer has entered into the Bond Proceeds Supervision Agreement with the Bond Trustee and the Fund-Raising Supervisory Bank, which provides for the Bond Trustee and the Fund-Raising Supervisory Bank to jointly supervise the use of the proceeds and the transfer of funds
Deposit and execution of proceeds	The proceeds of the bonds are deposited in China Merchants Bank and have been used up.
Information related to the appraisal and certification body engaged by the Company (if any), including but not limited to the basic information of the appraisal and certification body, the content of the appraisal and certification and the conclusion of the appraisal	The Company commissioned China Chengxin Green Finance to evaluate the green corporate bonds. China Chengxin Green Finance is a subsidiary of China Chengxin Group specialising in green financial services. As one of the earliest third-party service providers to participate in the construction of the domestic green financial system, China Chengxin Green Finance ploughs into the field of green finance and is committed to providing professional and independent green financial assessment and consulting services. China Chengxin Green Finance is in a leading position in the construction of regional green finance systems in China, which has established extensive and in-depth cooperative relationships with some green finance reform and innovation pilot zones in green project identification and certification, green enterprise assessment, etc. It has accumulated rich practical experience in green bond certification, green banking, and local green finance development consulting business, and has independently developed a number of green project assessment methods with copyright. After the validation by the Green Bond Assessment Committee of China Chengxin Green Finance, China Chengxin Green Finance recognised the G-1 rating of Jiangsu Ninghu Expressway Company Limited's 2022 Green Corporate Bond for Public Offering to Professional Investors in the first assessment in 2022 and the tracking assessments in 2023, 2024 and 2025, confirming that the use of the proceeds raised by the bond is in line with the Green Industry Guidance Catalogue (2019 Edition) issued by seven ministries and commissions, and Green Bond Endorsed Projects Catalogue (2021 Edition) issued by the People's Bank of China and three other ministries.
Corporate governance information related to green development and transformation and upgrading (if any)	Nil
Other matters	Nil

PARTICULARS OF CORPORATE BONDS

3. The Company is an issuer of renewable corporate bonds
☐ Applicable ☒ Not Applicable
4. The Company is an issuer of poverty alleviation corporate bonds
☐ Applicable ☒ Not Applicable
5. The Company is an issuer of rural revitalization corporate bonds
☐ Applicable ☒ Not Applicable
6. The Company is an issuer of One Belt One Road corporate bonds
☐ Applicable ☒ Not Applicable
7. The issuer of science and technology innovation corporate bonds or innovation and entrepreneurship corporate bonds
☐ Applicable ☒ Not Applicable
8. The Company is an issuer of low-carbon transition (linked) corporate bonds
☐ Applicable ☒ Not Applicable
9. The Company is an issuer of relief corporate bonds
☐ Applicable ☒ Not Applicable
10. The Company is an issuer of bonds supporting small and medium-sized enterprises
☐ Applicable ☒ Not Applicable
11. Other special corporate bond matters
☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

(IV) Important Matters Related to Corporate Bonds During the Reporting Period

☒ Applicable ☐ Not Applicable

1. Non-operating transactions and fund borrowing

(1). *Balance of non-operating transactions and fund borrowing*

At the beginning of the Reporting Period, the balance of the Company's consolidated receivables of accounts receivable and funds borrowed from other parties that were not directly generated from production and operation (hereinafter referred to as non-operating accounts receivable and funds borrowed) was RMB53 million;

During the Reporting Period, non-operating receivables and inter-company loans increased by: RMB35 million, and were recovered by: RMB37 million;

During the Reporting Period, did any non-operating transactions and fund borrowing violate the relevant agreements or commitments in the offering memorandum?

☐ Yes ☒ No

As at the end of the Reporting Period, the total amount of unrecovered non-operating fund occupation and fund borrowing: RMB51 million, of which the total amount of fund occupation or fund borrowing by the controlling shareholder, de facto controller and other related parties: RMB6 million.

(2). *Details of non-operating transactions and fund borrowing*

As at the end of the Reporting Period, the ratio of non-operating receivables and funds advanced that have not been recovered under the consolidated basis to the consolidated net assets: 0.12%

Does it exceed 10% of the consolidated net assets: ☐ Yes ☒ No

(3). *The implementation status of the payment collection arrangements disclosed in previous reporting period*

☒ Fully implemented ☐ Not fully implemented ☐ Not applicable

PARTICULARS OF CORPORATE BONDS

2. Liabilities

(1). Interest-bearing debt and its changes

1.1 Company debt structure

At the beginning and end of the Reporting Period, the Company's (on a non-consolidated basis) interest-bearing debt balances were RMB17.513 billion and RMB16.005 billion respectively. The interest-bearing debt balance during the Reporting Period changed by -8.61% year-on-year.

Unit: Hundred million Currency: RMB

Types of interest-bearing debt	Maturity date			Total amount	Amount as a percentage of interest-bearing debt (%)
	Overdue	Within 1 year (inclusive)	Over 1 year (exclusive)		
Corporate credit bonds	-	48.00	60.00	108.00	67.48
Bank loans	-	8.02	0.04	8.05	5.03
Loans from non-bank financial institutions	-	4.00	-	4.00	2.50
Other interest-bearing debts	-	-	40.00	40.00	24.99
Total	-	60.02	100.04	160.05	-

At the end of the Reporting Period, the balance of corporate bonds among the Company's outstanding corporate credit bonds was RMB3 billion, the balance of enterprise bonds was RMB0, and the balance of non-financial enterprise debt financing instruments was RMB7.8 billion.

PARTICULARS OF CORPORATE BONDS

1.2 The company's consolidated interest-bearing debt structure

At the beginning and the end of the Reporting Period, the Company's interest-bearing debt balances within the consolidated financial statements were RMB33.406 billion and RMB32.543 billion respectively, representing a year-on-year change of -2.58% during the Reporting Period.

Unit: Hundred million Currency: RMB

Types of interest-bearing debt	Maturity date			Total amount	Amount as a percentage of interest-bearing debt (%)
	Overdue	Within 1 year (inclusive)	Over 1 year (exclusive)		
Corporate credit bonds	–	48.00	60.00	108.00	33.19
Bank loans	–	16.61	149.47	166.08	51.03
Loans from non-bank financial institutions	–	4.29	2.06	6.35	1.95
Other interest-bearing debts	–	–	45.00	45.00	13.83
Total	–	68.90	256.53	325.43	–

At the end of the Reporting Period, among the company's consolidated outstanding corporate credit bonds, the balance of corporate bonds was RMB3 billion, the balance of corporate bonds was RMB0, and the balance of non-financial enterprise debt financing instruments was RMB7.8 billion.

1.3 The company's consolidated interest-bearing debt structure

As at the end of the Reporting Period, the balance of overseas bonds issued within the scope of the Company's consolidated financial statements is RMB0.

(2). At the end of the Reporting Period, the Company and its subsidiaries had overdue interest-bearing debts or corporate credit bonds with an amount exceeding RMB10 million.

☐ Applicable ☒ Not Applicable

(3). Priority liabilities against third parties

As of the end of the Reporting Period, there were priority liabilities against third parties within the scope of the company's consolidated statements:

☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

3. Changes to the management system for information disclosure matters during the Reporting Period

☒ Changed ☐ Unchanged

Changes to the management system for information disclosure matters	This revision standardises terminology, replacing “Shareholders’ general meeting(s)” with “General meeting(s)”, and assigning the audit committee to replace the supervisory board in assuming the core responsibilities of reviewing and supervising information disclosure. It also expands the scope of disclosure documents and adds requirements for performance contingency and risk disclosure. The end-to-end management of deferred/exempted disclosures was standardised, with new supporting registration appendices added. The disclosure responsibilities of all parties have been strengthened, the performance requirements of directors, supervisors, senior management, shareholders and securities service institutions have been further clarified, the practical norms for information disclosure have been refined, and the requirements for internal control and document preparation have been improved.
Main contents of the revised management system for information matters	The definition of information disclosure, applicable entities, and basic principles such as truthfulness, accuracy, timeliness, and fairness have been clarified, and new requirements such as voluntary disclosure and commitment-based disclosure have been added. It stipulates that the disclosure content includes periodic/interim reports, acquisition reports, etc., clarifies the standards for performance emergency response and risk disclosure, and defines the scope of major events and the timing of disclosure. It standardizes the circumstances under which information disclosure is postponed/exempted, the registration, archiving and reporting requirements, and clarifies the disclosure process for major unprecedented matters. The board of directors has been identified as the implementing body, the audit committee is responsible for supervision, and the board secretary takes the lead in specific work, clarifying the responsibilities of each party. An information compilation, review and disclosure process has been established, the media for disclosure, file management and confidentiality measures have been standardized, the methods for accountability have been clarified, and three supplementary management appendices for the postponement and exemption of certain matters have been provided. For details, please refer to the Company’s “Management System for Information Disclosure Matters” published on the SSE website at www.sse.com.cn on 30 October 2025.
Impact on investor rights	The revised system strengthens investor rights and interests protection from multiple dimensions, creating a more transparent and regulated information environment for investors and safeguarding their rights to information and fair trading.

PARTICULARS OF CORPORATE BONDS

(V) Non-financial enterprise debts financing instruments of the inter-bank bond market

☒ Applicable ☐ Not Applicable

1. Basic information of debt financing instruments of non-financial enterprises

Unit: Hundred million Currency: RMB

Name of bond	Abbreviation	Bond code	Date of issuance	Value date	Maturity date	Outstanding amount	Interest rate (%)	Method for repayment of principal and interest	Trading place	Investor suitability arrangements (if any)	Trading mechanism	Whether or not subject to delisting risks
2020 medium-term notes (first tranche)	20 NingHu Gao MTN001	102001586. IB	19 August 2020	21 August 2020	21 August 2025	20.00	3.98	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2022 green medium-term notes (first tranche) (Tech note)	22 NingHu Gao MTN001 (Tech note)	102281915. IB	13 September 2022	15 September 2022	15 September 2025	7.00	2.49	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2022 medium-term notes (second tranche)	22 NingHu Gao MTN002	102282216. IB	10 October 2022	11 October 2022	11 October 2025	3.00	2.49	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2022 medium-term notes (third tranche)	22 NingHu Gao MTN003	102282433. IB	31 October 2022	2 November 2022	2 November 2025	5.00	2.55	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 medium-term notes (first tranche)	25 NingHu Gao MTN001	102580223. IB	13 January 2025	15 January 2025	15 January 2030	6.00	1.90	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 medium-term notes (second tranche)	25 NingHu Gao MTN002	102580127. IB	8 January 2025	10 January 2025	10 January 2028	9.00	1.77	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 medium-term notes (third tranche)	25 NingHu Gao MTN003	102580661. IB	13 February 2025	14 February 2025	14 February 2028	11.00	1.79	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No

PARTICULARS OF CORPORATE BONDS

Name of bond	Abbreviation	Bond code	Date of issuance	Value date	Maturity date	Outstanding amount	Interest rate (%)	Method for repayment of principal and interest	Trading place	Investor suitability arrangements (if any)	Trading mechanism	Whether or not subject to delisting risks
2025 medium-term notes (fourth tranche)	25 NingHu Gao MTN004	102581769.IB	21 April 2025	22 April 2025	22 April 2028	14.00	1.84	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (first tranche)	25 NingHu Gao SCP001	012580696.IB	18 March 2025	19 March 2025	25 July 2025	5.60	1.86	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (second tranche)	25 NingHu Gao SCP002	012580848.IB	9 April 2025	10 April 2025	15 August 2025	5.90	1.80	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (third tranche)	25 NingHu Gao SCP003	012581327.IB	10 June 2025	11 June 2025	17 October 2025	2.00	1.52	One-off principal repayment with annual interest payment	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (fourth tranche)	25 NingHu Gao SCP004	012581748.IB	22 July 2025	23 July 2025	9 January 2026	5.60	1.48	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (fifth tranche)	25 NingHu Gao SCP005	012581933.IB	12 August 2025	13 August 2025	16 January 2026	5.90	1.49	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (sixth tranche)	25 NingHu Gao SCP006	012581992.IB	18 August 2025	19 August 2025	6 February 2026	5.00	1.50	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (seventh tranche)	25 NingHu Gao SCP007	012581985.IB	26 August 2025	27 August 2025	6 February 2026	10.00	1.52	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (eighth tranche)	25 NingHu Gao SCP008	012582187.IB	10 September 2025	11 September 2025	17 April 2026	7.00	1.57	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (ninth tranche)	25 NingHu Gao SCP009	012582378.IB	30 September 2025	9 October 2025	12 June 2026	2.50	1.63	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No
2025 ultra-short-term notes (tenth tranche)	25 NingHu Gao SCP010	012582450.IB	14 October 2025	15 October 2025	12 June 2026	2.00	1.59	Repayment of principal and payment of interest upon maturity	Inter-bank bonds market	Qualified domestic institutional investors	Eligible for trading or transfer on the day immediately after the registration date	No

PARTICULARS OF CORPORATE BONDS

Operation of the Special Account for Proceeds, Use of Proceeds, and Project Progress of 22 NingHu Gao MTN001 (Tech note): The entire proceeds from this medium-term note were transferred to the designated proceeds supervision account on 15 September 2022. As of the date of this report, all proceeds have been fully utilised to replace the issuer's own funds used for the first tranche of transfer payments for investments in the science and technology innovation sector, consistent with the purposes outlined in the prospectus. The deployment of proceeds for this bond issuance relates to the issuer's acquisition of a 100% equity stake in Jiangsu Yunshan Green Energy Investment Holding Company Limited, which has been completed. YS Energy Company has become a wholly-owned subsidiary of the issuer.

Countermeasures adopted by the Company in response to delisting risk of the bonds

☐ Applicable ☒ Not Applicable

Outstanding bonds which are also past due

☐ Applicable ☒ Not Applicable

Payment of interests and repayment of principal during the Reporting Period

☒ Applicable ☐ Not Applicable

Name of bond	Explanation of the payment of interests and repayment of principal
2020 medium-term notes (first tranche)	The 2020 medium-term notes (first tranche) have matured and were redeemed on 21 August 2025 and the interest payment was completed.
2022 green medium-term notes (first tranche) (Tech note)	The 2022 green medium-term notes (first tranche) (Tech note) have matured and were redeemed on 15 September 2025 and the interest payment was completed.
2022 medium-term notes (second tranche)	The 2022 medium-term notes (second tranche) have matured and were redeemed on 11 October 2025 and the interest payment was completed.
2022 medium-term notes (third tranche)	The 2022 medium-term notes (third tranche) have matured and were redeemed on 2 November 2025 and the interest payment was completed.
2024 ultra-short-term notes (fifteenth tranche)	The 2024 ultra-short-term notes (fifteenth tranche) have matured and were redeemed on 17 January 2025 and the interest payment was completed.
2024 ultra-short-term notes (sixteenth tranche)	The 2024 ultra-short-term notes (sixteenth tranche) have matured and were redeemed on 21 March 2025 and the interest payment was completed.
2024 ultra-short-term notes (seventeenth tranche)	The 2024 ultra-short-term notes (seventeenth tranche) have matured and were redeemed on 17 January 2025 and the interest payment was completed.
2024 ultra-short-term notes (eighteenth tranche)	The 2024 ultra-short-term notes (eighteenth tranche) have matured and were redeemed on 21 February 2025 and the interest payment was completed.
2024 ultra-short-term notes (nineteenth tranche)	The 2024 ultra-short-term notes (nineteenth tranche) have matured and were redeemed on 17 January 2025 and the interest payment was completed.
2024 ultra-short-term notes (twentieth tranche)	The 2024 ultra-short-term notes (twentieth tranche) have matured and were redeemed on 11 April 2025 and the interest payment was completed.
2024 ultra-short-term notes (twenty-first tranche)	The 2024 ultra-short-term notes (twenty-first tranche) have matured and were redeemed on 11 April 2025 and the interest payment was completed.
2024 ultra-short-term notes (twenty-second tranche)	The 2024 ultra-short-term notes (twenty-second tranche) have matured and were redeemed on 21 February 2025 and the interest payment was completed.
2025 ultra-short-term notes (first tranche)	The 2025 ultra-short-term notes (first tranche) have matured and were redeemed on 25 July 2025 and the interest payment was completed.
2025 ultra-short-term notes (second tranche)	The 2025 ultra-short-term notes (second tranche) have matured and were redeemed on 15 August 2025 and the interest payment was completed.
2025 ultra-short-term notes (third tranche)	The 2025 ultra-short-term notes (third tranche) have matured and were redeemed on 17 October 2025 and the interest payment was completed.

PARTICULARS OF CORPORATE BONDS

2. Triggering and execution of issuer or investor option terms and investor protection terms

☐ Applicable ☒ Not Applicable

3. Intermediaries providing services for bond issuance and business in the Duration Period

Name of intermediaries	Business address	Name of signing accountants (if applicable)	Contact person	Contact tel
Agricultural Bank of China Co., Ltd. (the lead underwriter of 25 NingHu Gao MTN001, 25 NingHu Gao MTN004)	69 Jianguomen Nei Avenue, Dongcheng District, Beijing		LIU Zhaoying	010-85109688
Huaxia Bank Co., Ltd. (the lead underwriter of 25 NingHu Gao SCP002, 25 NingHu Gao SCP007)	22 Jianguomen Nei Avenue, Dongcheng District, Beijing		LIU Xu	010-85237015
Bank of Jiangsu Co., Ltd. (the lead underwriter/bookrunner, duration management institution of 25 NingHu Gao SCP005 and 25 NingHu Gao SCP009)	26 Zhonghua Road		HU Youyan	025-58588379
Bank of Nanjing Co., Ltd. (the lead underwriter/bookrunner, duration management institution of 25 NingHu Gao SCP004, 22 NingHu Gao MTN002; the co-lead underwriter of 25 NingHu Gao SCP008, 22 NingHu Gao MTN001 (Tech note))	No. 88 Jiangshan Street, Jianye District, Nanjing City		ZENG Yun	025-83079090
Bank of Ningbo Co., Ltd. (the lead underwriter of 25 NingHu Gao MTN004)	No. 345 Ningdong Road, Yinzhou District, Ningbo City, Zhejiang Province		SHEN Zhengyang	021-23262778
Shanghai Pudong Development Bank Co., Ltd. (the lead underwriter of 25 NingHu Gao MTN004)	No. 12, Zhongshan East 1st Road, Shanghai		GE Xinwei	021-31884016
China Merchants Bank Co., Ltd. (the lead underwriter/bookrunner, duration management institution of 20 NingHu Gao MTN001, 25 NingHu Gao MTN002, 25 NingHu Gao MTN003)	22/F, China Merchants Bank Tower, 2016 Shennan Avenue, Shenzhen		GUO Pengfei, ZHOU Xingchen, CHEN Nina	0755-88026264 · 025-84796501 · 0755-88026246
Industrial and Commercial Bank of China Limited (the lead underwriter/bookrunner, duration management institution of 22 NingHu Gao MTN001 (Tech note) and 25 NingHu Gao MTN001; the co-lead underwriter of 22 NingHu Gao MTN002 and 25 NingHu Gao MTN004)	55 Fuxingmennei Avenue, Xicheng District, Beijing		REN Dong	010-81011843
China Everbright Bank Co., Ltd. (the lead underwriter/bookrunner, duration management institution of 25 NingHu Gao SCP001, 25 NingHu Gao SCP008)	China Everbright Centre, No. 25 Taipingqiao Street, Xicheng District, Beijing		SHAO Yiwen, DAI Shuning	025-84776049 · 025-84776148

PARTICULARS OF CORPORATE BONDS

Name of intermediaries	Business address	Name of signing accountants (if applicable)		
		Contact person	Contact tel	
China Construction Bank Corporation (the lead underwriter/bookrunner, duration management institution of 25 NingHu Gao SCP003, 25 NingHu Gao SCP007, 22 NingHu Gao MTN003, and 25 NingHu Gao MTN004; the co-lead underwriter of 20 NingHu Gao MTN001 and 25 NingHu Gao MTN001)	No. 25 Financial Street, Xicheng District, Beijing	WANG Wenjun	010-67594821	
Agricultural Bank of China Limited (the lead underwriter of 25 NingHu Gao MTN001 and 25 NingHu Gao MTN004)	69 Jianguomen Nei Avenue, Dongcheng District, Beijing	LIU Zhaoying	010-85109688	
China CITIC Bank Co., Ltd. (the lead underwriter of 25 NingHu Gao MTN004; the lead underwriter/bookrunner, duration management institution of 25 NingHu Gao SCP006 and 25 NingHu Gao SCP010)	6-30/F, 32-42/F, Building 1, 10 Guanghua Road, Chaoyang District, Beijing	ZHAO Zhipeng	010-66635951	
Industrial Bank Co., Ltd. (the co-lead underwriter of 22 NingHu Gao MTN003)	Industrial Bank Tower, 398 Jiangbinzhong Avenue, Taijiang District, Fuzhou City, Fujian Province	XU Zhixin, LV Jiajin	010-59886666-103159 · 025-83193666 · 010-59886666-103159 · 025-83193666	
Deloitte Touche Tohmatsu Certified Public Accountants LLP (auditing firm for ultra-short and medium-term notes)	30/F, 222 East Yan'an Road, Shanghai	YANG Bei, CHEN Shi	YANG Bei, CHEN Shi	025-57908880-5289
KPMG Huazhen LLP (auditing firm for short-term and medium-term notes)	12/F, Deji Plaza, 18 Zhongshan Road, Nanjing City, Jiangsu Province	WANG Wenhui, ZHOU Xuchun, CAO Yang	Zhou Xuchun	025-86912888
Beijing Dentons Law Office LLP (Nanjing) (law firm for short- and medium-term note)	9-10/F, Block A, Lianchuang Technology Building, No. 18 Jihui Road, Gulou District, Nanjing	ZHU Bin		025-83755226
China Chengxin International Credit Rating Co., Ltd. (credit rating agency for ultra-short term and medium-term notes)	Building 6, Galaxy SOHO, No. 2 Nanzhugan hutong, Chaoyangmennei Avenue, Dongcheng District, Beijing	GU Hetian, WANG Xuan		010-66428877
China Chengxin Green Finance Technology (Beijing) Co., Ltd. (assessment and certification agency for 22 NingHu Gao MTN001 (Tech note))	Room 50532, 4/F, Building 1, 2 Nanzhugan Hutong, Dongcheng District, Beijing	MA Jun		18010038172

The change of the above intermediaries

☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

4. The use of funds raised at the end of the Reporting Period

☒ Applicable ☐ Not Applicable

Unit: Hundred million Currency: RMB

Name of bond	Total amount of funds raised	Utilized amount	Unutilized amount	The operating condition of the special account for the funds raised (if any)	Rectification of illegal use of funds raised (if any)	Whether the use of funds raised is in line with the use, plan and other undertakings made in the prospectus
2025 medium-term notes (first tranche)	6.00	6.00	-	-	-	Yes
2025 medium-term notes (second tranche)	9.00	9.00	-	-	-	Yes
2025 medium-term notes (third tranche)	11.00	11.00	-	-	-	Yes
2025 medium-term notes (fourth tranche)	14.00	14.00	-	-	-	Yes
2025 ultra-short-term notes (fourth tranche)	5.60	5.60	-	-	-	Yes
2025 ultra-short-term notes (fifth tranche)	5.90	5.90	-	-	-	Yes
2025 ultra-short-term notes (sixth tranche)	5.00	5.00	-	-	-	Yes
2025 ultra-short-term notes (seventh tranche)	10.00	10.00	-	-	-	Yes
2025 ultra-short-term notes (eighth tranche)	7.00	7.00	-	-	-	Yes
2025 ultra-short-term notes (ninth tranche)	2.50	2.50	-	-	-	Yes
2025 ultra-short-term notes (tenth tranche)	2.00	2.00	-	-	-	Yes

The progress and operating benefit of utilization of the raised funds for construction projects

☐ Applicable ☒ Not Applicable

Explanation of change of the above-mentioned use of funds raised by bonds during the Reporting Period

☐ Applicable ☒ Not Applicable

Other explanations:

☐ Applicable ☒ Not Applicable

5. Adjustment of credit rating results

☐ Applicable ☒ Not Applicable

Other explanations:

☐ Applicable ☒ Not Applicable

6. Performance of and change to the guarantee, debt repayment plan and other measures to ensure debt repayment during the Reporting Period and their effects

☐ Applicable ☒ Not Applicable

7. Other explanation on debt financing instrument of non-financial enterprises

☐ Applicable ☒ Not Applicable

PARTICULARS OF CORPORATE BONDS

(VI) Loss in excess of 10% of the year-end net assets of the previous year in the consolidated financial statements of the Company during the Reporting Period

☐ Applicable

☒ Not Applicable

(VII) Information on overdue interest-bearing debts other than bonds at the end of the Reporting Period

☐ Applicable

☒ Not Applicable

(VIII) Impact of breach of laws and regulations, the Articles of Association, the information disclosure management system and the provisions or commitments in the prospectus of bonds offering on the rights and interests of bonds investors during the Reporting Period

☐ Applicable

☒ Not Applicable

(IX) Accounting data and financial indicators of the Company for the recent 2 years as of the end of the Reporting Period

☒ Applicable

☐ Not Applicable

Unit: Yuan Currency: RMB

Principal indicators	Increase/decrease of the period as compared to the same period of the previous year (%)			Reasons for changes
	2025	2024		
Net profit attributable to shareholders of the listed company, net of non-recurring profit and loss	4,468,238,805.23	4,880,452,360.42	-8.45	During the Reporting Period, the Company's operating gross profit margin increased by 3.79 percentage points year-on-year. However, affected by factors such as the decrease in investment income from joint ventures and the change in the dividend cycle of Bank of Jiangsu Co., Ltd., the Group's total profit decreased compared with the same period of the previous year, which resulted in a decrease in the net profit attributable to shareholders of the listed company after deducting non-recurring gains and losses over the same period
Current ratio	0.5879	0.5186	13.38	The increase in the current ratio was mainly due to the decrease in non-current liabilities due within one year at the end of the current Reporting Period compared with the beginning of the period.
Quick ratio	0.4042	0.3815	5.95	The increase in the current ratio was mainly due to the decrease in non-current liabilities due within one year at the end of the current Reporting Period compared with the beginning of the period

PARTICULARS OF CORPORATE BONDS

Principal indicators	Increase/decrease of the period as compared to the same period of the previous year (%)			Reasons for changes
	2025	2024		
Gearing ratio (%)	42.96	44.67	Decrease by 1.71 percentage points	This was primarily due to the growth in total assets exceeding that in total liabilities during the Reporting Period, resulting in a decrease in the asset-liability ratio
Total debt to EBITDA ratio	0.2307	0.2448	-5.74	This was mainly due to a year-on-year decrease in the Group's total profit at the end of the Reporting Period
Interest coverage ratio	7.9201	6.9276	14.33	This was primarily due to a year-on-year decrease in interest expenses during the Reporting Period
Cash interest coverage ratio	7.72	6.02	28.31	This was primarily due to a year-on-year decrease in interest expenses during the Reporting Period
EBITDA interest coverage ratio	10.9068	9.3607	16.52	This was primarily due to a year-on-year decrease in interest expenses during the Reporting Period
Loan repayment rate (%)	100.00	100.00	-	
Interest coverage rate (%)	100.00	100.00	-	

II PARTICULARS OF CONVERTIBLE CORPORATE BONDS

☐ Applicable ☒ Not Applicable

AUDITOR'S REPORT



KPMG Huazhen LLP
8th Floor, KPMG Tower
Oriental Plaza
1 East Chang An Avenue
Beijing 100738
China
Telephone +86 (10) 8508 5000
Fax +86 (10) 8518 5111
Internet kpmg.com/cn

畢馬威華振審字第2606084號

THE SHAREHOLDERS OF JIANGSU EXPRESSWAY COMPANY LIMITED:

OPINION

We have audited the accompanying financial statements of Jiangsu Expressway Company Limited ("**Jiangsu Expressway**"), which comprise the consolidated and company balance sheets as at 31 December 2025, the consolidated and company income statements, the consolidated and company cash flow statements, the consolidated and company statements of changes in shareholders' equity for the year then ended, and notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated and company financial position of Jiangsu Expressway as at 31 December 2025, and the consolidated and company financial performance and cash flows of Jiangsu Expressway for the year then ended in accordance with Accounting Standards for Business Enterprises issued by the Ministry of Finance of the People's Republic of China.

BASIS FOR OPINION

We conducted our audit in accordance with China Standards on Auditing for Certified Public Accountants (CSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the Independence Standards for Chinese Certified Public Accountants No. 1 – Independence Requirements for Audit and Review Engagements and the China Code of Ethics for Certified Public Accountants ("**the Code**"), sufficient and appropriate to provide a basis for our opinion and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Amortization of toll roads operation rights

Refer to Note II.17 of Significant accounting policy and accounting estimates and Note V.18 of Notes to the consolidated financial statements

The Key Audit Matter

As at 31 December 2025, the net value of toll roads operation rights of Jiangsu Expressway and its subsidiaries ("**Jiangsu Expressway Group**") was RMB36,880,052,817.29. The amortization amount of toll roads operation rights in 2025 was RMB1,752,109,326.14. The toll roads operation rights of Jiangsu Expressway Group was amortized according to the traffic volume methods, and the monthly amortisation amount is calculated by the ratio of the actual traffic volume of the month to the sum of the actually traffic volume of the month and the estimated future traffic volume. The estimated future traffic volume refers to the prediction of the total traffic volume of Jiangsu Expressway Group in the remaining operation period in the future.

We identified the amortization of toll roads operation rights as a key audit matter because the amortization amount of toll roads operation rights has a significant impact on the current year net profit, and the prediction of the estimated future traffic volume involves the judgment of the management and may be affected by the bias of the management.

How the matter was addressed in our audit

Our audit procedures to evaluate the amortization of toll roads operation rights included the following:

- Understand the design and operation of the key internal controls related to the amortization of toll road operation rights, and evaluate the effectiveness of relevant internal controls;
- Ask the management to understand the methods and bases they used to predict the estimated future traffic volume, and evaluate the appropriateness;
- Obtain the traffic volume prediction report issued by the third-party organization hired by Jiangsu Expressway Group, and understand its traffic volume prediction methods and key assumptions; Evaluate the competence, professional capability and objectivity of the third-party organization;

KEY AUDIT MATTERS (CONTINUED)

Amortization of toll roads operation rights	
Refer to Note II.17 of Significant accounting policy and accounting estimates and Note V.18 of Notes to the consolidated financial statements	
The Key Audit Matter	How the matter was addressed in our audit
	• Check whether the actual traffic volume data received by Jiangsu Expressway Group from the external service entity is consist with the actual traffic volume applied in the calculation of the amortization of toll road operation rights, and verify such data through confirmation with external service entities; • Understand and evaluate the automatic application control and general information technology control related to the accuracy of actual traffic volume data by using the work of internal information technology experts. • Compare the estimated traffic volume in previous years with the actual traffic volume in the corresponding period to evaluate whether there is any sign of management bias. • Check the accuracy of the amortization amount of toll roads operation rights calculated according to the traffic volume method.

AUDITOR'S REPORT

OTHER INFORMATION

Jiangsu Expressway's management is responsible for the other information. The other information comprises all the information included in 2025 annual report of Jiangsu Expressway, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Accounting Standards for Business Enterprises, and for the design, implementation and maintenance of such internal control necessary to enable that the financial statements are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing Jiangsu Expressway's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Jiangsu Expressway or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing Jiangsu Expressway's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with CSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with CSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- (1) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (2) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- (3) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (4) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Jiangsu Expressway's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Jiangsu Expressway to cease to continue as a going concern.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

- (5) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- (6) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

KPMG Huazhen LLP

Certified Public Accountants
Registered in the People's
Republic of China

Huang Xiaodong (Engagement Partner)

Beijing, China

Cao Yang

2026.3.27

CONSOLIDATED BALANCE SHEET

as at 31 December 2025

(Expressed in RMB)

	Note	2025	2024		Note	2025	2024
Assets				Liabilities and shareholders' equity			
Current assets				Current liabilities			
Cash at bank and on hand	V.1	611,258,728.57	864,469,970.43	Short-term loans	V.23	500,298,915.78	400,281,112.00
Financial assets held for trading	V.2	1,840,869,064.94	3,121,896,595.47	Bills payable	V.24	–	279,300,000.00
Bills receivable	V.3	4,611,048.85	13,171,493.34	Accounts payable	V.25	3,763,410,581.34	2,040,453,228.14
Accounts receivable	V.4	2,099,610,033.45	1,863,284,456.59	Advance payments received	V.26	38,339,499.49	21,516,884.93
Prepayments	V.5	9,677,343.79	8,689,460.92	Contract liabilities	V.27	6,796,539.94	29,162,546.02
Other receivables	V.6	82,235,573.77	312,032,660.22	Employee benefits payable	V.28	10,227,915.29	8,170,335.27
Inventories	V.7	1,876,223,486.59	1,999,541,489.81	Taxes payable	V.29	266,291,300.22	266,280,623.36
Non-current assets due within one year	V.8	61,606,300.00	121,436,854.80	Other payables	V.30	335,456,686.36	318,013,740.95
Other current assets	V.9	160,974,753.49	89,172,647.69	Non-current liabilities due within one year	V.31	2,734,581,085.70	8,690,666,769.08
				Other current liabilities	V.32	3,820,749,225.26	4,132,661,851.39
Total current assets		6,747,066,333.45	8,393,695,629.27	Total current liabilities		11,476,151,749.38	16,186,507,091.14
Non-current assets				Non-current liabilities			
Long-term equity investments	V.11	13,522,480,062.12	12,756,749,577.92	Long-term loans	V.33	19,651,587,235.39	19,357,819,529.59
Investments in other equity instruments	V.12	10,932,768,947.00	10,068,275,555.50	Debentures payable	V.34	5,995,244,734.28	999,300,318.05
Other non-current financial assets	V.13	1,836,841,840.17	2,019,616,641.49	Lease liabilities	V.35	29,842,664.34	16,459,290.91
Investment properties	V.14	530,870,723.47	441,143,138.86	Long-term payables	V.36	66,154,813.08	67,984,142.52
Fixed assets	V.15	7,838,822,495.74	7,275,660,965.82	Deferred income	V.37	127,721,270.62	49,487,132.49
Construction in progress	V.16	493,189,548.41	128,365,133.91	Deferred tax liabilities	V.20	1,453,686,427.13	1,253,849,622.06
Right-of-use assets	V.17	35,867,913.09	24,315,049.75	Other non-current liabilities	V.38	2,607,640,000.00	2,220,680,000.00
Intangible assets	V.18	53,618,660,834.82	47,988,124,533.49				
Long-term deferred expenses	V.19	4,163,672.98	9,466,684.44	Total non-current liabilities		29,931,877,144.84	23,965,580,035.62
Deferred tax assets	V.20	191,941,249.22	191,744,920.22				
Other non-current assets	V.21	636,317,801.09	588,917,416.46	Total liabilities		41,408,028,894.22	40,152,087,126.76
				Shareholders' equity			
				Share capital	V.39	5,037,747,500.00	5,037,747,500.00
				Capital reserve	V.40	9,825,515,062.76	9,822,207,862.43
				Other comprehensive income	V.41	4,400,310,937.74	3,685,320,608.24
				Specific reserve	V.42	5,634,728.51	3,470,406.59
				Surplus reserve	V.43	4,553,396,198.46	4,359,459,252.41
				Retained earnings	V.44	17,620,027,406.25	15,688,590,021.99
				Total equity attributable to shareholders of the Company		41,442,631,833.72	38,596,795,651.66
Total non-current assets		89,641,925,088.11	81,492,379,617.86	Non-controlling interests		13,538,330,693.62	11,137,192,468.71
				Total shareholders' equity		54,980,962,527.34	49,733,988,120.37
Total assets		96,388,991,421.56	89,886,075,247.13	Total liabilities and shareholders' equity		96,388,991,421.56	89,886,075,247.13

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng
Legal Representative

Yu Changliang
The person in-charge of accounting affairs

Zhang Lu
The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

COMPANY BALANCE SHEET

as at 31 December 2025

(Expressed in RMB)

	附註	2025年	2024年		附註	2025年	2024年
Assets				Liabilities and shareholders' equity			
Current assets				Current liabilities			
Cash at bank and on hand		211,684,307.98	194,283,067.85	Short-term loans	XVI.11	400,257,888.00	400,281,112.00
Financial assets held for trading	XVI.1	430,000,000.00	1,592,000,000.00	Accounts payable	XVI.12	923,021,257.57	842,076,363.89
Accounts receivable	XVI.2	375,948,129.17	386,889,783.43	Advance payments received		21,812,898.29	7,973,120.84
Prepayments		1,139,204.48	1,760,091.05	Employee benefits payable		1,465,763.85	1,489,713.19
Other receivables	XVI.3	3,103,202.47	240,078,905.67	Taxes payable		41,364,085.03	56,175,361.16
Inventories		13,770,692.45	16,567,244.94	Other payables		295,868,347.74	269,937,889.07
Non-current assets due within one year	XVI.4	71,235,495.96	1,353,042,008.22	Non-current liabilities due within one year	XVI.13	1,926,744,173.50	6,611,961,507.25
Other current assets	XVI.5	1,839,071,390.68	2,791,788,439.50	Other current liabilities	XVI.14	3,820,406,408.00	4,130,118,546.33
Total current assets		2,945,952,423.19	6,576,409,540.66	Total current liabilities		7,430,940,821.98	12,320,013,613.73
Non-current assets				Non-current liabilities			
Long-term equity investments	XVI.6	30,749,074,995.76	28,059,423,738.29	Long-term loans	XVI.15	4,002,382,926.02	5,500,713,016.66
Investments in other equity instruments	XVI.7	7,499,281,920.00	7,081,052,736.00	Debentures payable	XVI.16	5,995,244,734.28	999,300,318.05
Fixed assets	XVI.8	974,087,282.12	1,060,531,306.39	Deferred income		117,633,761.45	43,478,094.99
Construction in progress		359,449,341.85	83,243,668.23	Deferred tax liabilities		799,601,353.06	700,344,088.34
Intangible assets	XVI.9	8,442,978,968.27	9,489,111,388.51	Other non-current liabilities	XVI.17	2,607,640,000.00	2,220,680,000.00
Long-term deferred expenses		-	361,853.80	Total non-current liabilities		13,522,502,774.81	9,464,515,518.04
Other non-current assets	XVI.10	3,294,013,630.00	884,013,630.00	Total liabilities		20,953,443,596.79	21,784,529,131.77
Total non-current assets		51,318,886,138.00	46,657,738,321.22	Shareholders' equity			
Total assets		54,264,838,561.19	53,234,147,861.88	Share capital		5,037,747,500.00	5,037,747,500.00
				Capital reserve		9,976,320,521.35	9,973,953,336.71
				Other comprehensive income		2,996,662,050.78	2,570,196,690.07
				Surplus reserve		2,518,873,750.00	2,518,873,750.00
				Retained earnings		12,781,791,142.27	11,348,847,453.33
				Total shareholders' equity		33,311,394,964.40	31,449,618,730.11
				Total liabilities and shareholders' equity		54,264,838,561.19	53,234,147,861.88

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng
Legal Representative

Yu Changliang
The person in-charge of
accounting affairs

Zhang Lu
The head of the accounting
department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

CONSOLIDATED INCOME STATEMENT

for the year ended 31 December 2025

(Expressed in RMB)

	Note	2025	2024
I. Operating income	V.45	20,289,199,757.75	23,198,204,414.58
Less: Operating costs	V.45	14,188,011,306.93	17,101,001,522.62
Taxes and surcharges	V.46	88,660,130.47	119,441,513.52
Selling and distribution expenses	V.47	5,746,711.72	5,943,654.82
General and administrative expenses	V.48	282,051,123.81	298,604,867.79
Research and development expenses	V.49	91,823.92	–
Financial expenses	V.49	832,187,227.06	956,660,179.31
Including: Interest expenses		838,994,863.39	963,483,489.08
Interest income		13,711,198.11	20,903,479.85
Add: Other income	V.50	66,899,694.72	15,556,176.23
Investment income	V.51	1,254,603,234.17	1,779,966,685.25
Including: Income from investment in associates and joint ventures		789,571,263.88	907,146,375.29
Losses from changes in fair value	V.52	(41,621,349.57)	(149,698,640.86)
Credit losses	V.53	(32,031,579.17)	(10,081,882.11)
Impairment losses	V.54	–	(23,639,367.06)
(Losses)/gains from asset disposals	V.55	(361,294.49)	11,543,178.34
II. Operating profit		6,139,940,139.50	6,340,198,826.31
Add: Non-operating income	V.56	11,630,842.60	11,937,722.92
Less: Non-operating expenses	V.56	45,999,244.59	35,311,176.78
III. Profit before income tax		6,105,571,737.51	6,316,825,372.45
Less: Income tax expenses	V.57	1,284,153,481.21	1,146,418,310.91
IV. Net profit for the year		4,821,418,256.30	5,170,407,061.54
(1) Net profit classified by continuity of operations:			
1. Net profit from continuing operations		4,821,418,256.30	5,170,407,061.54
2. Net profit from discontinued operations		–	–
(2) Net profit classified by ownership:			
1. Shareholders of the Company		4,593,870,605.31	4,946,691,605.41
2. Non-controlling interests		227,547,650.99	223,715,456.13
V. Other comprehensive income, net of tax	V.41	761,163,516.34	2,027,316,867.19
(1) Other comprehensive income (net of tax) attributable to shareholders of the Company		714,990,329.50	2,008,211,688.00
1. Items that will not be reclassified to profit or loss		719,820,514.79	2,004,467,766.18
a. Other comprehensive income recognised under equity method		117,623,658.00	58,850,650.50
b. Changes in fair value of investments in other equity instruments		602,196,856.79	1,945,617,115.68
2. Items that may be reclassified to profit or loss		(4,830,185.29)	3,743,921.82
(2) Other comprehensive income (net of tax) attributable to non-controlling interests		46,173,186.84	19,105,179.19
VI. Total comprehensive income for the year		5,582,581,772.64	7,197,723,928.73
(1) Attributable to shareholders of the Company		5,308,860,934.81	6,954,903,293.41
(2) Attributable to non-controlling interests		273,720,837.83	242,820,635.32
VII. Earnings per share:			
(1) Basic earnings per share	V.58	0.9119	0.9819
(2) Diluted earnings per share	V.58	0.9119	0.9819

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng

Legal Representative

Yu Changliang

The person in-charge of accounting affairs

Zhang Lu

The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

COMPANY INCOME STATEMENT

for the year ended 31 December 2025

(Expressed in RMB)

	Note	2025	2024
I. Operation income	XVI.18	8,405,663,726.90	8,584,329,775.20
Less: Operating costs	XVI.18	4,096,407,432.23	4,284,285,355.21
Taxes and surcharges		58,051,906.77	62,199,673.89
General and administrative expenses		242,058,312.12	247,292,523.12
Financial expenses	XVI.19	354,534,289.33	443,428,025.15
Including: Interest expenses		358,856,221.37	440,561,208.98
Interest income		5,831,850.73	9,449,665.88
Add: Other income		11,228,951.01	11,430,971.29
Investment income	XVI.20	1,239,244,232.80	2,123,493,925.40
Including: Income from investments in associates and joint ventures		723,666,422.72	750,655,359.58
(Provision)/Reversal for credit losses		(718,840.04)	13,521,322.05
II. Operating profit		4,904,366,130.22	5,695,570,416.57
Add: Non-operating income		8,466,074.01	8,306,457.74
Less: Non-operating expenses		42,848,111.33	31,998,607.46
III. Profit before income tax		4,869,984,092.90	5,671,878,266.85
Less: Income tax expenses	XVI.21	968,544,128.96	937,642,128.52
IV. Net profit for the year		3,901,439,963.94	4,734,236,138.33
(1) Net profit from continuing operations		3,901,439,963.94	4,734,236,138.33
(2) Net profit from discontinued operations		—	—
V. Other comprehensive income, net of tax		426,465,360.71	1,754,906,370.92
(1) Items that will not be reclassified to profit or loss		431,295,546.00	1,751,162,449.10
1. Other comprehensive income recognised under equity method		117,623,658.00	58,415,881.10
2. Changes in fair value of investments in other equity instruments		313,671,888.00	1,692,746,568.00
(2) Items that may be reclassified to profit or loss		(4,830,185.29)	3,743,921.82
VI. Total comprehensive income for the year		4,327,905,324.65	6,489,142,509.25

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng

Legal Representative

Yu Changliang

The person in-charge of accounting affairs

Zhang Lu

The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 December 2025

(Expressed in RMB)

	Note	2025	2024
I. Cash flows from operating activities:			
Proceeds from sale of goods and rendering of services		12,641,027,212.76	12,897,482,617.58
Refund of taxes		32,708.77	8,810,037.07
Proceeds from other operating activities	V.60(1)	224,741,453.12	38,280,456.92
Sub-total of cash inflows		12,865,801,374.65	12,944,573,111.57
Payment for goods and services		2,481,932,690.59	3,292,987,187.73
Payment to and for employees		1,430,823,407.73	1,420,424,534.37
Payment of various taxes		1,984,013,114.94	1,747,983,300.33
Payment for other operating activities	V.60(2)	207,393,413.04	166,975,655.60
Sub-total of cash outflows		6,104,162,626.30	6,628,370,678.03
Net cash inflow from operating activities	V.61(1)	6,761,638,748.35	6,316,202,433.54
II. Cash flows from investing activities:			
Proceeds from disposal of investments		13,092,045,295.40	21,690,069,842.46
Investment returns received		864,659,991.85	781,686,293.61
Net proceeds from disposal of fixed assets		32,445,376.00	3,104,580.12
Sub-total of cash inflows		13,989,150,663.25	22,474,860,716.19
Payment for acquisition of fixed assets, intangible assets and other long-term assets		7,626,330,153.97	10,802,287,566.02
Payment for acquisition of investments		11,684,714,313.12	21,060,125,826.21
Sub-total of cash outflows		19,311,044,467.09	31,862,413,392.23
Net cash outflow from investing activities		(5,321,893,803.84)	(9,387,552,676.04)
III. Cash flows from financing activities:			
Proceeds from investors		2,229,125,777.00	4,034,153,159.00
Including: Proceeds from non-controlling shareholders of subsidiaries		2,229,125,777.00	4,034,153,159.00
Proceeds from borrowings		5,704,640,000.00	9,554,917,037.23
Proceeds from issue of bonds		11,150,000,000.00	11,911,000,000.00
Sub-total of cash inflows		19,083,765,777.00	25,500,070,196.23
Repayments of borrowings		17,336,015,508.15	19,038,754,701.90
Payment for dividends, profit distributions or interest		3,422,889,656.78	3,374,731,903.89
Including: Profits paid to non-controlling shareholders of subsidiaries		102,349,932.55	44,445,601.83
Payment for other financing activities	V.60(3)	2,927,073.63	5,350,592.16
Sub-total of cash outflows		20,761,832,238.56	22,418,837,197.95
Net cash (outflow)/inflow from financing activities		(1,678,066,461.56)	3,081,232,998.28
IV. Effect of foreign exchange rate changes on cash and cash equivalents		-	-
V. Net (decrease)/increase in cash and cash equivalents	V.61(1)b	(238,321,517.05)	9,882,755.78
Add: Cash and cash equivalents at the beginning of the year		843,486,285.67	833,603,529.89
VI. Cash and cash equivalents at the end of the year	V.61(2)	605,164,768.62	843,486,285.67

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng

Legal Representative

Yu Changliang

The person in-charge of accounting affairs

Zhang Lu

The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

COMPANY CASH FLOW STATEMENT

for the year ended 31 December 2025

(Expressed in RMB)

	Note	2025	2024
I. Cash flows from operating activities:			
Proceeds from sale of goods and rendering of services		8,852,665,310.35	8,907,631,330.13
Proceeds from tax refund		1,475.31	–
Proceeds from other operating activities		173,734,857.96	168,956,258.93
Sub-total of cash inflows		9,026,401,643.62	9,076,587,589.06
Payment for goods and services		1,968,141,729.75	2,167,295,750.42
Payment to and for employees		1,098,126,126.74	1,087,441,757.53
Payment of various taxes		1,410,542,139.49	1,276,825,561.57
Payment for other operating activities		202,295,755.11	101,738,436.84
Sub-total of cash outflows		4,679,105,751.09	4,633,301,506.36
Net cash inflow from operating activities		4,347,295,892.53	4,443,286,082.70
II. Cash flows from investing activities:			
Proceeds from disposal of investments		8,217,000,000.00	15,286,033,177.97
Investment returns received		905,136,958.44	1,236,028,223.31
Net proceeds from disposal of fixed assets		1,425,687.21	1,057,997.47
Proceeds from other investing activities		5,049,437,198.91	9,394,500,000.00
Sub-total of cash inflows		14,172,999,844.56	25,917,619,398.75
Payment for acquisition of fixed assets, intangible assets and other long-term assets		392,461,776.56	155,576,734.27
Payment for acquisition of investments		7,055,000,000.00	14,693,000,000.00
Net payment for acquisition of subsidiaries and other business units		2,004,277,200.00	5,844,780,000.00
Payment for other investing activities		5,119,375,183.21	9,439,300,000.00
Sub-total of cash outflows		14,571,114,159.77	30,132,656,734.27
Net cash outflow from investing activities		(398,114,315.21)	(4,215,037,335.52)
III. Cash flows from financing activities:			
Proceeds from borrowings		1,786,960,000.00	6,235,583,409.31
Proceeds from issuance of debentures		11,150,000,000.00	11,790,000,000.00
Sub-total of cash inflows		12,936,960,000.00	18,025,583,409.31
Repayments of borrowings		14,058,369,633.30	15,443,340,966.40
Payment for dividends, profit distributions or interest		2,808,854,271.71	2,802,499,845.87
Payment for other financing activities		1,516,432.18	6,336,086.06
Sub-total of cash outflows		16,868,740,337.19	18,252,176,898.33
Net cash outflow from financing activities		(3,931,780,337.19)	(226,593,489.02)
IV. Effect of foreign exchange rate changes on cash and cash equivalents		–	–
V. Net increase in cash and cash equivalents		17,401,240.13	1,655,258.16
Add: Cash and cash equivalents at the beginning of the year		194,283,067.85	192,627,809.69
VI. Cash and cash equivalents at the end of the year		211,684,307.98	194,283,067.85

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng

Legal Representative

Yu Changliang

The person in-charge of accounting affairs

Zhang Lu

The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the year ended 31 December 2025

(Expressed in RMB)

		2025								
		Attributable to shareholders of the Company								Total
		Share capital	Capital reserve	Other comprehensive income	Surplus reserve	Special reserve	Retained earnings	Sub-total	Non-controlling interests	
I.	Balance at the beginning of the year	5,037,747,500.00	9,822,207,862.43	3,685,320,608.24	4,359,459,252.41	3,470,406.59	15,688,590,021.99	38,596,795,651.66	11,137,192,468.71	49,733,988,120.37
II.	Changes in equity during the year ("+" for increases)	-	3,307,200.33	714,990,329.50	193,936,946.05	2,164,321.92	1,931,437,384.26	2,845,836,182.06	2,401,138,224.91	5,246,974,406.97
1.	Total comprehensive income	-	-	714,990,329.50	-	-	4,593,870,605.31	5,308,860,934.81	273,720,837.83	5,582,581,772.64
2.	Shareholders' contributions of capital	-	-	-	-	-	-	-	2,229,125,777.00	2,229,125,777.00
(1)	Contribution by ordinary shareholders	-	-	-	-	-	-	-	2,229,125,777.00	2,229,125,777.00
3.	Appropriation of profits	-	-	-	193,936,946.05	-	(2,662,433,221.05)	(2,468,496,275.00)	(102,349,932.55)	(2,570,846,207.55)
(1)	Appropriation for surplus reserve	-	-	-	193,936,946.05	-	(193,936,946.05)	-	-	-
(2)	Distributions to shareholders	-	-	-	-	-	(2,468,496,275.00)	(2,468,496,275.00)	(102,349,932.55)	(2,570,846,207.55)
4.	Special reserve	-	-	-	-	2,164,321.92	-	2,164,321.92	509,972.75	2,674,294.67
(1)	Appropriation during the year	-	-	-	-	7,456,437.72	-	7,456,437.72	2,302,998.83	9,759,436.55
(2)	Utilisation during the year	-	-	-	-	(5,292,115.80)	-	(5,292,115.80)	(1,793,026.08)	(7,085,141.88)
5.	Others	-	3,307,200.33	-	-	-	-	3,307,200.33	131,569.88	3,438,770.21
III.	Balance at the end of the year	5,037,747,500.00	9,825,515,062.76	4,400,310,937.74	4,553,396,198.46	5,634,728.51	17,620,027,406.25	41,442,631,833.72	13,538,330,693.62	54,980,962,527.34

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng
Legal Representative

Yu Changliang
The person in-charge of accounting affairs

Zhang Lu
The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the year ended 31 December 2025

(Expressed in RMB)

		2024								
		Attributable to shareholders of the Company							Non-controlling interests	Total
		Share capital	Capital reserve	Other comprehensive income	Surplus reserve	Special reserve	Retained earnings	Sub-total		
I.	Balance at the beginning of the year	5,037,747,500.00	9,801,241,684.91	1,677,108,920.24	4,183,280,243.52	2,090,207.92	13,285,818,750.47	33,987,287,307.06	6,901,220,568.62	40,888,507,875.68
II.	Changes in equity during the year ("+" for increases)	-	20,966,177.52	2,008,211,688.00	176,179,008.89	1,380,198.67	2,402,771,271.52	4,609,508,344.60	4,235,971,900.09	8,845,480,244.69
1.	Total comprehensive income	-	-	2,008,211,688.00	-	-	4,946,691,605.41	6,954,903,293.41	242,820,635.32	7,197,723,928.73
2.	Shareholders' contributions of capital	-	-	-	-	-	-	-	4,034,153,159.00	4,034,153,159.00
(1)	Contribution by ordinary shareholders	-	-	-	-	-	-	-	4,034,153,159.00	4,034,153,159.00
3.	Appropriation of profits	-	-	-	176,179,008.89	-	(2,543,920,333.89)	(2,367,741,325.00)	(44,445,601.83)	(2,412,186,926.83)
(1)	Appropriation for surplus reserve	-	-	-	176,179,008.89	-	(176,179,008.89)	-	-	-
(2)	Distributions to shareholders	-	-	-	-	-	(2,367,741,325.00)	(2,367,741,325.00)	(44,445,601.83)	(2,412,186,926.83)
4.	Special reserve	-	-	-	-	1,380,198.67	-	1,380,198.67	530,132.95	1,910,331.62
(1)	Appropriation during the year	-	-	-	-	6,752,548.59	-	6,752,548.59	2,152,543.15	8,905,091.74
(2)	Utilisation during the year	-	-	-	-	(5,372,349.92)	-	(5,372,349.92)	(1,622,410.20)	(6,994,760.12)
5.	Others	-	20,966,177.52	-	-	-	-	20,966,177.52	2,913,574.65	23,879,752.17
III.	Balance at the end of the year	5,037,747,500.00	9,822,207,862.43	3,685,320,608.24	4,359,459,252.41	3,470,406.59	15,688,590,021.99	38,596,795,651.66	11,137,192,468.71	49,733,988,120.37

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng
Legal Representative

Yu Changliang
The person in-charge of accounting affairs

Zhang Lu
The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the year ended 31 December 2025 and 2024

(Expressed in RMB)

	2025						2024					
	Other comprehensive income						Other comprehensive income					
	Share capital	Capital reserve	income	Surplus reserve	Retained earnings	Total	Share capital	Capital reserve	income	Surplus reserve	Retained earnings	Total
I. Balance at the beginning of the year	5,037,747,500.00	9,973,953,336.71	2,570,196,690.07	2,518,873,750.00	11,348,847,453.33	31,449,618,730.11	5,037,747,500.00	9,969,275,937.78	815,290,319.15	2,518,873,750.00	8,982,352,640.00	27,323,540,146.93
II. Changes in equity during the year ("-" for decreases)	-	2,367,184.64	426,465,360.71	-	1,432,943,686.94	1,861,776,234.29	-	4,677,398.93	1,754,906,370.92	-	2,366,494,813.33	4,126,078,583.18
1. Total comprehensive income	-	-	426,465,360.71	-	3,901,439,963.94	4,327,905,324.65	-	-	1,754,906,370.92	-	4,734,236,138.33	6,489,142,509.25
2. Appropriation of profits	-	-	-	-	(2,468,496,275.00)	(2,468,496,275.00)	-	-	-	-	(2,367,741,325.00)	(2,367,741,325.00)
(1) Distributions to shareholders	-	-	-	-	(2,468,496,275.00)	(2,468,496,275.00)	-	-	-	-	(2,367,741,325.00)	(2,367,741,325.00)
(2) Others	-	-	-	-	-	-	-	-	-	-	-	-
3. Others	-	2,367,184.64	-	-	-	2,367,184.64	-	4,677,398.93	-	-	-	4,677,398.93
III. Balance at the end of the year	5,037,747,500.00	9,976,320,521.35	2,996,662,050.78	2,518,873,750.00	12,781,791,142.27	33,311,394,964.40	5,037,747,500.00	9,973,953,336.71	2,570,196,690.07	2,518,873,750.00	11,348,847,453.33	31,449,618,730.11

These financial statements were approved by the Board of Directors of the Company on 27 March 2026.

Wang Feng
Legal Representative

Yu Changliang
The person in-charge of accounting affairs

Zhang Lu
The head of the accounting department

(Company stamp)

The notes on pages 231 to 362 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

I. COMPANY STATUS

Jiangsu Expressway Company Limited (the “Company”) is a company limited by shares established in Nanjing, Jiangsu province on 1 August 1992, with its head office located at Nanjing. The parent of the Company and its ultimate holding company is Jiangsu Communications Holding Company Limited (“Commutations Holding”).

The principal activities of the Company and its subsidiaries (collectively referred to as the “Group”) mainly include construction, operation and management of the Jiangsu section of Shanghai-Nanjing Expressway (the “Shanghai-Nanjing Expressway”) and other toll roads in Jiangsu Province, and the provision of passenger transport services and other supporting services along the toll road. Please refer to Note VII for details of the subsidiaries of the Company.

During the reporting period, the information about increase in the Group’s subsidiaries is disclosed in Note VI.

II. BASIS OF PREPARATION

As at 31 December 2025, the Group had total current liabilities in excess of total current assets of RMB4,729,085,415.93. As at 31 December 2025, the Group has available unutilized bank loan facilities with a time limit over one year of not less than RMB10,000,000,000.00. The Company’s management believes the facilities above are to provide all necessary financial support to the Group in the foreseeable future so as to maintain the Group’s ability to continue as a going concern, therefore, the financial statements have been prepared on the going concern basis.

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

The Group is principally engaged in toll road operation. The Group determines the specific accounting policies on the amortization of toll road operation rights according to the toll road industry characteristics. Refer to Note III 17 for details.

1. Statement of compliance

The financial statements have been prepared in accordance with the requirements of Accounting Standards for Business Enterprises or referred to as China Accounting Standards (“CAS”) issued by the MOF. These financial statements present truly and completely the consolidated financial position and financial position of the Company as at 31 December 2025, and the consolidated financial performance and financial performance and the consolidated cash flows and cash flows of the Company for the year then ended.

These financial statements also comply with the disclosure requirements of “Regulation on the Preparation of Information Disclosures by Companies Issuing Securities, No. 15: General Requirements for Financial Reports” as revised by the China Securities Regulatory Commission (“CSRC”) in 2023. In addition, the financial statements were also subject to relevant disclosures required by the Hong Kong Companies Ordinance and the Listing Rules of the Stock Exchange.

2. Accounting period

The accounting period is from 1 January to 31 December.

3. Operating cycle

The Company takes the period from the acquisition of assets for processing to until the ultimate realisation of cash or cash equivalents as a normal operating cycle. Except for the real estate industry, the Group’s business cycle is short, and the determining criterion of asset-liability liquidity is 12 months. The real estate industry business cycle is from real estate development to sales realization, generally in more than 12 months, the specific period is determined according to the development conditions of the project, and its criterion of asset-liability liquidity is based on the business cycle.

4. Functional currency

The Company’s functional currency is Renminbi, and these financial statements are presented in Renminbi. The functional currency is determined by the Company and its subsidiaries on the basis of the currency in which major income and costs are denominated and settled.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

5. Method used to determine the materiality threshold and the basis for selection

Item	Materiality threshold
Significant accounts receivable with individual provision for bad debts	10 million
Significant construction projects in progress	Budget of the project is greater than 5% of profit before income tax
Significant joint ventures or associates	The carrying amount of the long-term equity investment is greater than 2% of the total assets of the Group or the investment profit or loss under the equity method is greater than 5% of profit before income tax
Significant accounts payable whose ageing is over 1 year	The balance of account payable is more than 0.1% of total asset whose ageing is over 1 year
Significant receipt in advance whose ageing is over 1 year	The balance of receipt in advance is more than 0.05% of total asset whose ageing is over 1 year
Significant other payable whose ageing is over 1 year	The balance of other payable is more than 0.05% of total asset whose ageing is over 1 year
Significant non-wholly-owned subsidiaries	Amount of net assets of the non-wholly-owned subsidiary is greater than 5% of profit before income tax

6. Accounting treatments for business combinations involving entities under common control and not under common control

A transaction or event constitutes a business combination when the Group obtains control of one or more entities (or a group of assets or net assets) which meet the definition of a business. Business combinations are classified as either business combinations involving enterprises under common control or business combinations not involving enterprises under common control.

For a transaction not involving enterprises under common control, the acquirer determines whether acquired set of assets constitute a business. The Group may elect to apply the simplified assessment method, the concentration test, to determine whether an acquired set of assets is not a business. If the concentration test is met and the set of assets is determined not to be a business, no further assessment is needed. If the concentration test is not met, the Group shall perform the assessment according to the guidance on the determination of a business.

When the set of assets the Group acquired does not constitute a business, acquisition costs should be allocated to each identifiable assets and liabilities at their acquisition-date fair values. It is not required to apply the accounting of business combination described as below.

(1) Business combinations involving entities under common control

A business combination involving entities under common control is a business combination in which all of the combining entities are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. The assets acquired and liabilities assumed are measured based on their carrying amounts in the consolidated financial statements of the ultimate controlling party at the combination date. The difference between the carrying amount of the net assets acquired and the consideration paid for the combination (or the total par value of shares issued) is adjusted against share premium in the capital reserve, with any excess adjusted against retained earnings. Any costs directly attributable to the combination are recognised in profit or loss when incurred. The combination date is the date on which one combining entity obtains control of other combining entities.

(2) Business combinations involving entities not under common control

A business combination involving entities not under common control is a business combination in which all of the combining entities are not ultimately controlled by the same party or parties both before and after the business combination. Where (1) the aggregate of the acquisition-date fair value of assets transferred (including the acquirer's previously held equity interest in the acquiree), liabilities incurred or assumed, and equity securities issued by the acquirer, in exchange for control of the acquiree, exceeds (2) the acquirer's interest in the acquisition-date fair value of the acquiree's identifiable net assets, the difference is recognised as goodwill. If (1) is less than (2), the difference is recognised in profit or loss for the current period. The costs of issuing equity or debt securities as a part of the consideration for the acquisition are included in the carrying amounts of these equity or debt securities upon initial recognition. Other acquisition-related costs are expensed when incurred. Any difference between the fair value and the carrying amount of the assets transferred as consideration is recognised in profit or loss. The acquiree's identifiable asset, liabilities and contingent liabilities, if the recognition criteria are met, are recognised by the Group at their acquisition-date fair value. The acquisition date is the date on which the acquirer obtains control of the acquiree.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

7. Criteria of control and preparation of consolidated financial statements

(1) General principles

The scope of consolidated financial statements is based on control and the consolidated financial statements comprise the Company and its subsidiaries. Control exists when the investor has all of following: power over the investee; exposure, or rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered. The financial position, financial performance and cash flows of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

When the accounting period or accounting policies of a subsidiary are different from those of the Company, the Company makes necessary adjustments to the financial statements of the subsidiary based on the Company's own accounting period or accounting policies. Intra-group balances and transactions, and any unrealised profit or loss arising from intra-group transactions, are eliminated when preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains, unless they represent impairment losses that are recognised in full in the financial statements.

(2) Subsidiaries acquired through a business combination

Where a subsidiary was acquired during the reporting period, through a business combination involving entities under common control, the financial statements of the subsidiary are included in the consolidated financial statements based on the carrying amounts of the assets and liabilities of the subsidiary in the financial statements of the ultimate controlling party as if the combination had occurred at the date that the ultimate controlling party first obtained control. The opening balances and the comparative figures of the consolidated financial statements are also restated.

Where a subsidiary was acquired during the reporting period, through a business combination involving entities not under common control, the identifiable assets and liabilities of the acquired subsidiaries are included in the scope of consolidation from the date that control commences, based on the fair value of those identifiable assets and liabilities at the acquisition date.

(3) Disposal of subsidiaries

When the Group loses control over a subsidiary, any resulting disposal gains or losses are recognised as investment income for the current period.

(4) Changes in non-controlling interests

Where the Company acquires a non-controlling interest from a subsidiary's non-controlling shareholders or disposes of a portion of an interest in a subsidiary without a change in control, the difference between the proportion interests of the subsidiary's net assets being acquired or disposed and the amount of the consideration paid or received is adjusted to the capital reserve (share premium) in the consolidated balance sheet, with any excess adjusted to retained earnings.

8. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits that can be readily withdrawn on demand, and short-term, highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of change in value.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

9. Foreign currency transactions and translation of foreign currency financial statements

When the Group receives capital in foreign currencies from investors, the capital is translated to Renminbi at the spot exchange rate at the date of the receipt. Other foreign currency transactions are, on initial recognition, translated to Renminbi at the spot exchange rates on the dates of the transactions.

Monetary items denominated in foreign currencies are translated to Renminbi at the spot exchange rate at the balance sheet date. The resulting exchange differences are generally recognised in profit or loss, except that differences related to a specific-purpose borrowing denominated in foreign currency that qualify for capitalization are capitalized as part of the cost of the qualifying asset during the capitalization period (see Note III.16). Non-monetary items that are measured at historical cost in foreign currencies are translated to Renminbi using the exchange rate at the transaction date. Non-monetary items that are measured at fair value in foreign currencies are translated using the exchange rate at the date the fair value is determined. The resulting exchange differences are recognised in profit or loss, except for the differences arising from the re-translation of equity investments at fair value through other comprehensive income, which are recognised in other comprehensive income.

In translating the financial statements of a foreign operation, assets and liabilities of foreign operation are translated to Renminbi at the spot exchange rate at the balance sheet date. Equity items, excluding retained earnings and the translation differences in other comprehensive income, are translated to Renminbi at the spot exchange rates at the transaction dates. Income and expenses of foreign operation are translated to Renminbi at the spot exchange rates at the transaction dates. The resulting translation differences are recognised in other comprehensive income. The translation differences accumulated in other comprehensive income with respect to a foreign operation are transferred to profit or loss in the period when the foreign operation is disposed.

10. Financial instruments

Financial instruments include cash at bank and on hand, investments in equity securities other than those classified as long-term equity investments (see Note III.12), receivables, payables, loans and borrowings, debentures payable and share capital.

(1) Recognition and initial measurement of financial assets and financial liabilities

A financial asset or financial liability is recognised in the balance sheet when the Group becomes a party to the contractual provisions of a financial instrument.

A financial asset or financial liability is measured initially at fair value. For financial assets and financial liabilities at fair value through profit or loss, any related directly attributable transaction costs are charged to profit or loss; for other categories of financial assets and financial liabilities, any related directly attributable transaction costs are included in their initial costs. A trade receivable, without significant financing component or practical expedient applied for one year or less contracts, is initially measured at the transaction price in accordance with Note III.21.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(2) Classification and subsequent measurement of financial assets

(a) *Classification of financial assets*

The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. On initial recognition, a financial asset is classified as measured at amortised cost, at fair value through other comprehensive income ("FVOCI"), or at fair value through profit or loss ("FVTPL").

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis. The instrument meets the definition of equity from the perspective of the issuer.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(2) Classification and subsequent measurement of financial assets (Continued)

(a) *Classification of financial assets (Continued)*

The business model refers to how the Group manages its financial assets in order to generate cash flows. That is, the Group's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. The Group determines the business model for managing the financial assets according to the facts and based on the specific business objective for managing the financial assets determined by the Group's key management personnel.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin. The Group also assesses whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

(b) *Subsequent measurement of financial assets*

– Financial assets at FVTPL

These financial assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss unless the financial assets are part of a hedging relationship.

– Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. A gain or loss on a financial asset that is measured at amortised cost and is not part of a hedging relationship shall be recognised in profit or loss when the financial asset is derecognised, reclassified, through the amortisation process or in order to recognise impairment gains or losses.

– Equity investments at FVOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, impairment and foreign exchange gains and losses are recognised in profit or loss. Other net gains and losses are recognised in other comprehensive income. On derecognition, gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(3) Classification and subsequent measurement of financial liabilities

Financial liabilities are classified as measured at FVTPL, financial guarantee liabilities or amortised cost.

– *Financial liabilities at FVTPL*

A financial liability is classified as at FVTPL if it is classified as held-for-trading (including derivative financial liability) or it is designated as such on initial recognition.

Financial liabilities at FVTPL are subsequently measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss, unless the financial liabilities are part of a hedging relationship.

– *Financial guarantee liabilities*

Financial guarantees are contracts that requires the Group to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument. Subsequent to initial recognition, deferred income related to financial guarantee is amortised in profit or loss.

A financial guarantee liability is measured at the higher of the amount of the loss allowance determined in accordance with impairment policies of financial instruments and the amount initially recognised less the cumulative amount of income.

– *Financial liabilities at amortised cost*

These financial liabilities are subsequently measured at amortised cost using the effective interest method.

(4) Offsetting

Financial assets and financial liabilities are generally presented separately in the balance sheet, and are not offset. However, a financial asset and a financial liability are offset and the net amount is presented in the balance sheet when both of the following conditions are satisfied:

- The Group currently has a legally enforceable right to set off the recognised amounts;
- The Group intends either to settle on a net basis, or to realise the financial asset and settle the financial liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(5) Derecognition of financial assets and financial liabilities

Financial asset is derecognised when one of the following conditions is met:

- the Group's contractual rights to the cash flows from the financial asset expire;
- the financial asset has been transferred and the Group transfers substantially all of the risks and rewards of ownership of the financial asset; or
- the financial asset has been transferred, although the Group neither transfers nor retains substantially all of the risks and rewards of ownership of the financial asset, it does not retain control over the transferred asset.

Where a transfer of a financial asset in its entirety meets the criteria for derecognition, the difference between the two amounts below is recognised in profit or loss:

- the carrying amount of the financial asset transferred measured at the date of derecognition;
- the sum of the consideration received from the transfer and, when the transferred financial asset is a debt investment at FVOCI, any cumulative gain or loss that has been recognised directly in other comprehensive income for the part derecognised.

The Group derecognises a financial liability (or part of it) only when its contractual obligation (or part of it) is extinguished.

(6) Impairment

The Group recognises loss allowances for expected credit loss (ECL) on:

- financial assets measured at amortised cost;
- contract assets
- lease receivables.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(6) Impairment (Continued)

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive).

The maximum period considered when estimating ECLs is the maximum contractual period (including extension options) over which the Group is exposed to credit risk.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the balance sheet date (or a shorter period if the expected life of the instrument is less than 12 months).

Loss allowances for bills receivable, accounts receivable and contract assets arising from ordinary business activities such as sale of goods and provision of services, as well as lease receivables arising from lease transactions are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the balance sheet date.

Except for bills receivables, trade receivables, contract assets and lease receivables, the Group measures loss allowance at an amount equal to 12-month ECL for the following financial instruments, and at an amount equal to lifetime ECL for all other financial instruments.

- If the financial instrument is determined to have low credit risk at the balance sheet date;
- If the credit risk on a financial instrument has not increased significantly since initial recognition.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(6) Impairment (Continued)

Provisions for bad and doubtful debts arising from receivables

(a) Categories of groups for collective assessment based on credit risk characteristics and basis for determination

Bills receivable	Based on the different credit risk characteristics of acceptors, the Group classifies bills receivable into two groups: bank acceptance bills and commercial acceptance bills.
Accounts receivable	Historically, there are significant differences in terms of occurrence of losses among different customer types for the Group. Therefore, when calculating impairment provisions based on aging information, the Group distinguishes different customer groups by product type to evaluate the expected credit losses of accounts receivable.
Other receivables	The Group's other receivables mainly include cash pledges and deposits receivable, petty cash receivables due from employees, receivables due from related parties, dividends receivable, etc. Based on the nature of receivables and the credit risk characteristics of different counterparties, the Group classifies other receivables into 2 groups, specifically: the group of dividends receivable and the group of other receivables.
Long-term receivables	Historically, there is no significant difference in terms of occurrence of losses among different customer types for the Group. Therefore, the Group makes provisions for bad and doubtful debts arising from long-term receivables on the basis of all customers being one group without further segmentation by different customer types.

(b) Criteria for individual assessment

Bills receivable, accounts receivable, other receivable and contract assets are usually assessed collectively as a group based on credit risk characteristics to make provisions. When a counterparty is significantly different from other counterparties in the group in terms of credit risk characteristics, or if there has been a significant change in its credit risk characteristics, the individual approach is adopted for receivables due from this counterparty. For example, when a counterparty is in serious financial difficulties and the expected credit loss ratio of receivables due from this counterparty is significantly higher than the average expected credit loss ratio of the relevant ageing range, it should be individually assessed for provisioning purposes.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(6) Impairment (Continued)

Financial instruments that have low credit risk

The credit risk on a financial instrument is considered low if the financial instrument has a low risk of default, the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

Significant increases in credit risk

In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument assessed at the balance sheet date with that assessed at the date of initial recognition.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort, including forward-looking information. In particular, the following information is taken into account:

- failure to make payments of principal or interest on their contractually due dates;
- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

If overdue for more than 30 days, the Group confirms that the credit risk of financial instrument has increased significantly.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(6) Impairment (Continued)

Credit-impaired financial assets

At each balance sheet date, the Group assesses whether financial assets carried at amortised cost and debt investments at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract, such as a default in interest or principal payments;
- for economic or contractual reasons relating to the borrower's financial difficulty, the Group having granted to the borrower a concession that would not otherwise consider;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

Presentation of allowance for ECL

ECLs are remeasured at each balance sheet date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for debt investments that are measured at FVOCI, for which the loss allowance is recognised in other comprehensive income.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. A write-off constitutes a derecognition event. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

10. Financial instruments (Continued)

(7) Equity instrument

The issuance of equity instruments is recognised at the actual issue price in shareholders' equity, relevant transaction costs are deducted from shareholders' equity (capital reserve), with any excess deducted from surplus reserve and retained earnings sequentially. Consideration and transaction costs paid by the Company for repurchasing self-issued equity instruments are deducted from shareholders' equity.

When the Company repurchases its own shares, those shares are treated as treasury shares. The entire repurchase expenditure is recorded as the cost of the treasury shares in the reference register. Treasury shares are excluded from profit distributions and are presented as a deduction from shareholders' equity on the balance sheet.

When treasury shares are cancelled, the share capital should be reduced to the extent of the total par value of the treasury shares cancelled. Where the cost of the treasury shares cancelled exceeds the total par value, the excess is deducted from capital reserve (share premium), surplus reserve and retained earnings sequentially. If the cost of treasury shares cancelled is less than the total par value, the difference is credited to the capital reserve (share premium).

When treasury shares are disposed of, any excess of proceeds above cost is recognised in capital reserve (share premium); otherwise, the shortfall is deducted against capital reserve (share premium), surplus reserve and retained earnings sequentially.

11. Inventories

(1) Categories

Inventories include spare parts for repairs and maintenance of toll roads infrastructure, petrol for sales and real estate under development etc.

Inventories are initially measured at cost. Cost of real estate under development include payments for land acquisition, costs for infrastructure, construction and installation costs, borrowing costs capitalized before project is ready for intended use, and other relevant costs during development. Cost of other inventories comprises all costs of purchase, costs of conversion and other expenditures incurred in bringing the inventories to their present location and condition.

(2) Measurement method of cost of inventories

The actual cost of real estate under development is calculated using the specific identification method. The actual cost of oil products is calculated using the weighted average method at the end of the month. Other inventories are calculated using the first-in-first out method.

(3) Inventory count system

The Group maintains a perpetual inventory system.

(4) Criteria and method for provision for obsolete inventories

At the balance sheet date, inventories are carried at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale and relevant taxes. The net realisable value of materials held for use in production is measured based on the net realisable value of the finished goods in which they will be incorporated. The net realisable value of inventory held to satisfy sales or service contracts is measured based on the contract price. If the quantities of inventories held by the Group exceed the quantities specified in sales contracts, the net realisable value of the excess portion of inventories is based on general selling prices.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

12. Long-term equity investments

(1) Investment cost of long-term equity investments

(a) Long-term equity investments acquired through a business combination

- The initial cost of a long-term equity investment acquired through a business combination involving entities under common control is the Company's share of the carrying amount of the subsidiary's equity in the consolidated financial statements of the ultimate controlling party at the combination date. The difference between the initial investment cost and the carrying amount of the consideration given is adjusted to the share premium in the capital reserve, with any excess adjusted to retained earnings. For a long-term equity investment in a subsidiary acquired through a business combination achieved in stages which do not form a bundled transaction and involving entities under common control, the Company determines the initial cost of the investment in accordance with the above policies. The difference between this initial cost and the sum of the carrying amount of previously-held investment and the consideration paid for the shares newly acquired is adjusted to capital premium in the capital reserve, with any excess adjusted to retained earnings.
- For a long-term equity investment obtained through a business combination not involving entities under common control, the initial cost comprises the aggregate of the fair value of assets transferred, liabilities incurred or assumed, and equity securities issued by the Company, in exchange for control of the acquiree. For a long-term equity investment obtained through a business combination not involving entities under common control and achieved through multiple transactions in stages which do not form a bundled transaction, the initial cost comprises the carrying amount of the previously-held equity investment in the acquiree immediately before the acquisition date, and the additional investment cost at the acquisition date.

(b) Long-term equity investments acquired other than through a business combination

- A long-term equity investment acquired other than through a business combination is initially recognised at the amount of cash paid if the Group acquires the investment by cash, or at the fair value of the equity securities issued if an investment is acquired by issuing equity securities.

(2) Subsequent measurement of long-term equity investment

(a) Investments in subsidiaries

In the Company's separate financial statements, long-term equity investments in subsidiaries are accounted for using the cost method for subsequent measurement. Except for cash dividends or profit distributions declared but not yet distributed that have been included in the price or consideration paid in obtaining the investments, the Company recognises its share of the cash dividends or profit distributions declared by the investee as investment income for the current period.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

12. Long-term equity investments (Continued)

(2) Subsequent measurement of long-term equity investment (Continued)

(b) *Investment in joint ventures and associates*

A joint venture is an arrangement whereby the Group and other parties have joint control (see Note III.12(3)) and rights to the net assets of the arrangement. An associate is an entity over which the Group has significant influence (see Note III.12(3)).

An investment in a joint venture or an associate is accounted for using the equity method for subsequent measurement, unless the investment is classified as held for sale (see Note III.32).

After acquiring the investment, the Group recognises its share of the investee's profit or loss and other comprehensive income as investment income or losses and other comprehensive income respectively, and adjusts the carrying amount of the investment accordingly. Once the investee declares any cash dividends or profit distributions, the carrying amount of the investment is reduced by the amount attributable to the Group. Changes in the Group's share of the investee's owners' equity, other than those arising from the investee's net profit or loss, other comprehensive income or profit distribution (referred to as "other changes in owners' equity"), are recognised directly in the Group's equity, and the carrying amount of the investment is adjusted accordingly.

Unrealised profits and losses resulting from transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group's interest in the associates or joint ventures. Unrealised losses resulting from transactions between the Group and its associates or joint ventures are eliminated in the same way as unrealised gains, unless they represent impairment losses that are recognised in full in the financial statements.

The Group discontinues recognising its share of further losses of the investee after the carrying amount of the long-term equity investment and any long-term interest that in substance forms part of the Group's net investment in the joint venture or associate is reduced to zero, except to the extent that the Group has an obligation to assume additional losses. If the joint venture or associate subsequently reports net profits, the Group resumes recognising its share of those profits only after its share of the profits has fully covered the share of losses not recognised.

(3) Criteria for determining the existence of joint control or significant influence over an investee

Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities (activities with significant impact on the returns of the arrangement) require the unanimous consent of the parties sharing control.

The following factors are usually considered when assessing whether the Group can exercise joint control over an investee:

- Whether no single participant party is in a position to control the investee's relevant activities unilaterally;
- Whether decisions relating to the investee's relevant activities require the unanimous consent of all participant parties that share control.

Significant influence is the power to participate in the financial and operating policy decisions of an investee but is not control or joint control of those policies.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

13. Investment properties

Investment properties are properties held either to earn rental income or for capital appreciation or for both. Investment properties are accounted for using the cost model and stated in the balance sheet at cost less accumulated depreciation, amortisation and impairment losses. The cost of investment property, less its estimated residual value and accumulated impairment losses, is depreciated or amortised using the straight-line method over its estimated useful life, unless the investment property is classified as held for sale.

The estimated useful lives, residual value rates and depreciation rates of each class of investment properties are as follows:

Class	Estimated useful life (years)	Residual value rate (%)	Depreciation rate (%)
Plant & buildings	30 – 40	0 – 3	2.5 – 3.3

14. Fixed assets

(1) Recognition of fixed assets

The cost of a purchased fixed asset comprises the purchase price, related taxes, and any directly attributable expenditure for bringing the asset to working condition for its intended use. The cost of self-constructed assets is measured in accordance with the policy set out in Note III.15.

Where the parts of an item of fixed assets have different useful lives or provide benefits to the Group in a different pattern, thus necessitating use of different depreciation rates or methods, each part is recognised as a separate fixed asset.

Any subsequent costs including the cost of replacing part of an item of fixed assets are recognised as assets when it is probable that the economic benefits associated with the costs will flow to the Group, and the carrying amount of the replaced part is derecognised. The costs of the day-to-day maintenance of fixed assets are recognised in profit or loss as incurred.

(2) Depreciation of fixed assets

The cost of a fixed asset, less its estimated residual value and accumulated impairment losses, is depreciated using the straight-line method over its estimated useful life, unless the fixed asset is classified as held for sale.

The estimated useful lives, residual value rates and depreciation rates of each class of fixed assets are as follows:

Class	Estimated useful life (years)	Residual value rate (%)	Depreciation rate (%)
Plant and buildings	10 – 30	0	3.3 – 10.0
Safety equipment	10	3	9.7
Communication and surveillance equipment	8	3	12.1
Toll and ancillary equipment	8	3	12.1
Machinery and equipment	9 – 33	3	2.9 – 10.8
Electronic equipment	5	3	19.4
Motor vehicles	8	3	12.1
Furniture and others	5	3	19.4

Useful lives, estimated residual values and depreciation methods are reviewed at least at each year-end.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

15. Construction in progress

The cost of self-constructed assets includes the cost of materials, direct labour, capitalised borrowing costs (see Note III.16), and any other costs directly attributable to bringing the asset to working condition for its intended use.

A self-constructed asset is classified as construction in progress and transferred to fixed asset when it is ready for its intended use. No depreciation is provided against construction in progress.

When the construction in progress of the Company is ready for its intended use, it shall be transferred to fixed assets. The criteria for determining the intended usable state should meet one of the following conditions:

- The physical construction (including installation) of fixed assets has been fully completed or substantially completed;
- Trial production or operation has been conducted, and the results indicate that the asset can operate normally or stably produce qualified products, or the trial operation results indicate that it can operate or operate normally;
- The expenditure amount on the fixed assets constructed for this project is very low or almost does not occur again;
- The purchased fixed assets have met the designed or contracted requirements, or are basically in line with the design or contract requirements.

When an enterprise sells products or by-products produced before a fixed asset is available for its intended use, the proceeds and related cost are accounted for in accordance with CAS 14 – Revenue and CAS 1 – Inventories respectively, and recognised in profit or loss for the current period.

16. Borrowing costs

Borrowing costs incurred directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the asset. Other borrowing costs are recognised as financial expenses when incurred.

During the capitalisation period, the amount of interest (including amortisation of any discount or premium on borrowing) to be capitalised in each accounting period is determined as follows:

- Where funds are borrowed specifically for the acquisition, construction or production of a qualifying asset, the amount of interest to be capitalised is the interest expense calculated using effective interest rates during the period less any interest income earned from depositing the borrowed funds or any investment income on the temporary investment of those funds before being used on the asset.
- To the extent that the Group borrows funds generally and uses them for the acquisition, construction or production of a qualifying asset, the amount of borrowing costs eligible for capitalisation is determined by applying a capitalisation rate to the weighted average of the excess amounts of cumulative expenditure on the asset over the above amounts of specific borrowings. The capitalisation rate is the weighted average of the interest rates applicable to the general-purpose borrowings.

The effective interest rate is determined as the rate that exactly discounts estimated future cash flow through the expected life of the borrowing or, when appropriate, a shorter period to the initially recognised amount of the borrowings.

During the capitalisation period, exchange differences related to the principal and interest on a specific-purpose borrowing denominated in foreign currency are capitalised as part of the cost of the qualifying asset. The exchange differences related to the principal and interest on foreign currency borrowings other than a specific-purpose borrowing are recognised as a financial expense when incurred.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

17. Intangible assets

(1) Useful life and amortisation methods

Intangible assets are stated in the balance sheet at cost less accumulated amortisation (where the estimated useful life is finite) and impairment losses (see Note III.19). For an intangible asset with finite useful life, other than toll road operation right, its cost less estimated residual value and accumulated impairment losses is amortised using the straight-line method over its estimated useful life, unless the intangible asset is classified as held for sale. If the Group has right to charge users of the toll road service in certain period but the amount is not determined when relevant infrastructure completed, the Group measures the right as intangible asset initially at fair value of received or receivable consideration. The right of operate the road is stated in the balance sheet at historical cost less accumulated amortisation and any impairment losses. It is amortised in accordance with traffic volume methods, and the monthly amortisation amount is calculated by the ratio of the actual traffic volume of the month to the sum of the actual traffic volume of the month and the estimated future traffic volume. When there is significant difference between actual and estimate traffic volume, the Group will re-evaluate the total traffic volume and calculate the amortisation amount.

The estimated useful lives, basis for determination and amortisation methods of intangible assets are as follows:

Item	Estimated useful life (years)	Basis for determination	Method of amortisation
Toll road operation rights	25-35 years	Franchise period	Traffic flow method
Land use rights	22-30 years	Legal service life	Straight-line method
Rights to use sea areas	28 years	Legal service life	Straight-line method
Software	5 years	Expected period to bring economic benefits to the company	Straight-line method

Useful lives and amortisation methods of intangible asset with finite useful life are reviewed at least at each year-end.

An intangible asset is regarded as having an indefinite useful life and is not amortised when there is no foreseeable limit to the period over which the asset is expected to generate economic benefits for the Group. The Group reassesses the useful lives of intangible assets with indefinite useful lives in each accounting period. If there is evidence indicating that the useful life of that intangible asset is finite, the Group estimates its useful life and accounts for it in accordance with the same policy as intangible assets with finite useful lives described above.

(2) Expenditures on research and development

Expenditures on internal research and development projects are classified into expenditures incurred during the research phase and expenditures incurred during the development phase.

Expenditures during the research phase are expensed when incurred. Expenditures during the development phase are capitalised if development costs can be measured reliably, the product or process is technically and commercially feasible, and the Group intends to and has sufficient resources to complete the development. Other development expenditures are recognised as expenses in the period in which it is incurred.

When an enterprise sells products or by-products produced in the course of research and development, the proceeds and related cost are accounted for in accordance with CAS 14 – Revenue and CAS 1 – Inventories respectively, and recognised in profit or loss for the current period.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

18. Long-term deferred expenses

Long-term deferred expenses represent expenses incurred that should be borne and amortised more than one year.

Long-term deferred expenses are amortised using the straight-line method within the benefit period. The respective amortisation periods for such expenses are as follows:

Item	Amortisation period
Decoration	3 – 5 years

19. Impairment of assets other than inventories and financial assets

The carrying amounts of the following assets are reviewed at each balance sheet date based on internal and external sources of information to determine whether there is any indication of impairment:

- fixed assets
- construction in progress
- right-of-use assets
- intangible assets
- investment properties measured using a cost model
- long-term equity investments
- long-term deferred expenses, etc.

If any indication exists, the recoverable amount of the asset is estimated. In addition, the Group estimates the recoverable amounts of intangible assets not ready for use at least annually and the recoverable amounts of goodwill at each year-end, irrespective of whether there is any indication of impairment. Goodwill is allocated to each asset group or set of asset groups, which is expected to benefit from the synergies of the combination for the purpose of impairment testing.

The recoverable amount of an asset (or asset group, set of asset groups) is the higher of its fair value (see Note III.20) less costs to sell and its present value of expected future cash flows.

An asset group is composed of assets directly related to cash generation and is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or asset groups.

The present value of expected future cash flows of an asset is determined by discounting the future cash flows, estimated to be derived from continuing use of the asset and from its ultimate disposal, to their present value using an appropriate pre-tax discount rate.

An impairment loss is recognised in profit or loss when the recoverable amount of an asset is less than its carrying amount. A provision for impairment of the asset is recognised accordingly. Impairment losses related to an asset group or a set of asset groups are allocated first to reduce the carrying amount of any goodwill allocated to the asset group or set of asset groups, and then to reduce the carrying amount of the other assets in the asset group or set of asset groups on a pro rata basis. However, such allocation would not reduce the carrying amount of an asset below the highest of its fair value less costs to sell (if measurable), its present value of expected future cash flows (if determinable) and zero.

Once an impairment loss is recognised, it is not reversed in a subsequent period.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

20. Fair value measurement

Unless otherwise specified, the Group measures fair value as follows:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

When measuring fair value, the Group takes into account the characteristics of the particular asset or liability (including the condition and location of the asset and restrictions, if any, on the sale or use of the asset) that market participants would consider when pricing the asset or liability at the measurement date, and uses valuation techniques that are appropriate in the circumstances and for which sufficient data and other information are available to measure fair value. Valuation techniques mainly include the market approach, the income approach and the cost approach.

21. Revenue recognition

Revenue is the gross inflow of economic benefits arising in the course of the Group's ordinary activities when the inflows result in increase in shareholders' equity, other than increase relating to contributions from shareholders.

Revenue is recognised when the Group satisfies the performance obligation in the contract by transferring the control over relevant goods or services to the customers.

Where a contract has two or more performance obligations, the Group determines the stand-alone selling price at contract inception of the distinct good or service underlying each performance obligation in the contract and allocates the transaction price in proportion to those stand-alone selling prices. The Group recognises as revenue the amount of the transaction price that is allocated to each performance obligation.

The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties. The Group recognises the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The Group satisfies a performance obligation over time if one of the following criteria is met; or otherwise, a performance obligation is satisfied at a point in time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the customer can control the asset created or enhanced during the Group's performance; or
- the Group's performance does not create an asset with an alternative use to it and the Group has an enforceable right to payment for performance completed to date.

For performance obligation satisfied over time, the Group recognises revenue over time by measuring the progress towards complete satisfaction of that performance obligation. When the outcome of that performance obligation cannot be measured reasonably, but the Group expects to recover the costs incurred in satisfying the performance obligation, the Group recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

The Group determines whether it is a principal or an agent, depending on whether it obtains control of the specified good or service before that good or service is transferred to a customer. The Group is a principal if it controls the specified good or service before that good or service is transferred to a customer, and recognises revenue in the gross amount of consideration to which it has received (or receivable). Otherwise, the Group is an agent, and recognises revenue in the amount of any fee or commission to which it expects to be entitled. The fee or commission is the net amount of consideration that the Group retains after paying the other party the consideration, or is the established amount or proportion.

A contract asset is the Group's right to consideration in exchange for goods or services that it has transferred to a customer when that right is conditional on something other than the passage of time. The Group recognises loss allowances for expected credit loss on contract assets (see Note III.10(6)). Accounts receivable is the Group's right to consideration that is unconditional (only the passage of time is required). A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

21. Revenue recognition (Continued)

The following is the description of accounting policies regarding revenue from the Group's principal activities:

(1) Toll road income

Toll road income is the income from operating toll road, and is recognized in accordance with amount collected and receivable when a vehicle is passing through.

(2) Construction income

For participation in public infrastructure construction business in the form of PPP, the Group accounts for the construction phase of the project in accordance with the revenue guidelines to determine the Group's status as the primary responsible party. For construction service revenue provided in PPP projects, it is a performance obligation to be performed at a certain point in time and a contract asset is recognized. The Group recognizes the amount of consideration or the amount of construction revenue recognized for the relevant PPP project assets as intangible assets, and the contract assets recognized during the relevant construction period are presented in the balance sheet under "intangible assets". For construction services that are not completed at the balance sheet date, the Group determines the progress of performance based on the proportion of the cumulative actual costs incurred to the estimated total costs and recognizes revenue over the contract period in accordance with the progress of performance.

(3) Income from ancillary service

Ancillary service income is mainly from sales of petroleum products. Income from sales of petroleum products is recognized when control of the petroleum products is transferred.

(4) Income from real estate development

Income from real estate development is recognized after the related property procedures are completed and transferred to the customer. The Group shall recognize revenue based on transaction price allocated to the performance obligation when the Group satisfies a performance obligation in the contract, namely, when the customer obtains control over relevant goods and services.

(5) Income from sales of electricity

Income from sales of electricity is recognised when electricity is supplied to the grid companies or customers. The Group recognises income from sales of electricity based on the contracted on-grid electricity price (including national tariff subsidies) and the monthly actual on-grid electricity consumption confirmed by the grid companies or customers.

(6) Income from advertisement and other services

Income from advertisement and other services are mainly from advertising operation, the revenue shall be recognized within the service period based on the service time and price after providing services.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

22. Contract costs

Contract costs are either the incremental costs of obtaining a contract with a customer or the costs to fulfil a contract with a customer.

Incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained. The Group recognises as an asset the incremental costs of obtaining a contract with a customer if it expects to recover those costs. Other costs of obtaining a contract are expensed when incurred.

If the costs to fulfil a contract with a customer are not within the scope of inventories or other accounting standards, the Group recognises an asset from the costs incurred to fulfil a contract only if those costs meet all of the following criteria:

- the costs relate directly to an existing contract or to a specifically identifiable anticipated contract, including direct labour, direct materials, allocations of overheads (or similar costs), costs that are explicitly chargeable to the customer and other costs that are incurred only because the Group entered into the contract;
- the costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- the costs are expected to be recovered.

Assets recognised for the incremental costs of obtaining a contract and assets recognised for the costs to fulfil a contract (the “assets related to contract costs”) are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the assets relate and recognised in profit or loss for the current period. The Group recognises the incremental costs of obtaining a contract as an expense when incurred if the amortisation period of the asset that the entity otherwise would have recognised is one year or less.

The Group recognises an impairment loss in profit or loss to the extent that the carrying amount of an asset related to contract costs exceeds:

- remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the asset relates; less
- the costs that relate directly to providing those goods or services that have not yet been recognised as expenses.

23. Employee benefits

(1) Short-term employee benefits

Employee wages or salaries, bonuses, social security contributions such as medical insurance, work injury insurance, maternity insurance and housing fund, measured at the amount incurred or accrued at the applicable benchmarks and rates, are recognised as a liability as the employee provides services, with a corresponding charge to profit or loss or included in the cost of assets where appropriate.

(2) Post-employment benefits – defined contribution plans

Pursuant to the relevant laws and regulations of the People’s Republic of China, the Group participated in a defined contribution basic pension insurance plan in the social insurance system established and managed by government organisations. The Group makes contributions to basic pension insurance plans based on the applicable benchmarks and rates stipulated by the government. Basic pension insurance contributions payable are recognised as a liability as the employee provides services, with a corresponding charge to profit or loss or included in the cost of assets where appropriate.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

23. Employee benefits (Continued)

(3) Termination benefits (Continued)

When the Group terminates the employment with employees before the employment contracts expire, or provides compensation under an offer to encourage employees to accept voluntary redundancy, a provision is recognised with a corresponding expense in profit or loss at the earlier of the following dates:

- When the Group cannot unilaterally withdraw the offer of termination benefits because of an employee termination plan or a curtailment proposal;
- When the Group has a formal detailed restructuring plan involving the payment of termination benefits and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

24. Government grants

A government grant is recognised when there is reasonable assurance that the grant will be received and that the Group will comply with the conditions attaching to the grant.

If a government grant is in the form of a transfer of a monetary asset, it is measured at the amount received or receivable. If a government grant is in the form of a transfer of a non-monetary asset, it is measured at fair value.

Government grants related to assets are grants whose primary condition is that the Group qualifying for them should purchase, construct or otherwise acquire long-term assets. Government grants related to income are grants other than those related to assets. A government grant related to an asset is recognised as deferred income and amortised over the useful life of the related asset on a reasonable and systematic manner as other income or non-operating income. A grant that compensates the Group for expenses or losses to be incurred in the future is recognised as deferred income, and included in other income or non-operating income in the periods in which the expenses or losses are recognised. Or included in other income or non-operating income directly.

25. Specific reserve

The Group recognises a safety fund in the specific reserve pursuant to relevant government regulations, with a corresponding increase in the costs of the related products or expenses.

When the safety fund is subsequently used for revenue expenditure, the specific reserve is reduced accordingly. When the safety fund is subsequently used for the construction or acquisition of fixed assets, the Group recognises the capitalised expenditure incurred as the cost of the fixed assets when the related assets are ready for their intended use. In such cases, the specific reserve is reduced by the amount that corresponds to the cost of the fixed assets and the credit side is recognised in the accumulated depreciation with respect to the related fixed assets. Consequently, such fixed assets are not depreciated in subsequent periods.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

26. Income tax

Current tax and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination or items recognised directly in equity (including other comprehensive income).

Current tax is the expected tax payable calculated at the applicable tax rate on taxable income for the year, plus any adjustment to tax payable in respect of previous years.

At the balance sheet date, current tax assets and liabilities are offset only if the Group has a legally enforceable right to set them off and also intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and deferred tax liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases, which include the deductible losses and tax credits carried forward to subsequent periods. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax is not recognised for temporary differences arising from the initial recognition of assets or liabilities in a single transaction that is not a business combination, affects neither accounting profit nor taxable profit (or deductible loss) and does not give rise to equal taxable and deductible temporary differences. Deferred tax is also not recognised for taxable temporary differences arising from the initial recognition of goodwill.

At the balance sheet date, deferred tax is measured based on the tax consequences that would follow from the expected manner of recovery or settlement of the carrying amounts of the assets and liabilities, using tax rates enacted at the balance sheet date that are expected to be applied in the period when the asset is recovered or the liability is settled.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date, and is reduced to the extent that it is no longer probable that the related tax benefits will be utilised. Such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

At the balance sheet date, deferred tax assets and deferred tax liabilities are offset if all of the following conditions are met:

- the taxable entity has a legally enforceable right to offset current tax liabilities and current tax assets;
- deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on either the same taxable entity or different taxable entities which intend either to settle the current tax liabilities and current tax assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or deferred tax assets are expected to be settled or recovered.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

27. Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

For a contract that contains multiple separate lease components, the lessee and the lessor separate the lease components and account for each lease component as a lease separately. For a contract that contains lease and non-lease components, the lessee and the lessor separate the lease components from the non-lease components.

(1) As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date.

The right-of-use asset is depreciated using the straight-line method. If the lessee is reasonably certain to obtain the ownership of the lease asset by the end of the lease term, the right-of-use asset is depreciated over the remaining useful life of the underlying asset. Otherwise, the right-of-use asset is depreciated over the shorter of the lease term or the remaining useful life of the lease asset.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate.

A constant periodic rate is used to calculate the interest on the lease liability in each period during the lease term with a corresponding charge to profit or loss or included in the cost of assets where appropriate. Variable lease payments not included in the measurement of the lease liability are charged to profit or loss or included in the cost of assets where appropriate as incurred.

Under the following circumstances after the lease commencement date, the Group remeasures lease liabilities based on the present value of revised lease payments:

- there is a change in the amounts expected to be payable under a residual value guarantee;
- there is a change in future lease payments resulting from a change in an index or a rate used to determine those payments;
- there is a change in the assessment of whether the Group will exercise a purchase, extension or termination option, or the Group has exercised the extension or termination option in a different manner from the original assessment.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets (A leased asset is of low value individually when it is new). The Group recognises the lease payments associated with these leases in profit or loss or as the cost of the assets where appropriate using the straight-line method over the lease term.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

27. Leases

(2) As a lessor

The Group determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset irrespective of whether the legal title to the asset is eventually transferred. An operating lease is a lease other than a finance lease.

When the Group is a sub-lessor, it assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the practical expedient described above, then it classifies the sub-lease as an operating lease.

Under a finance lease, at the commencement date, the Group recognises the finance lease receivable and derecognises the finance lease asset.

The Group recognises finance income over the lease term with a constant periodic rate of return. The derecognition and impairment of the finance lease receivable are accounted for in accordance with the accounting policy in Note III.10. Variable lease payments not included in the measurement of net investment in the lease are recognised as income as they are earned.

Lease receipts from operating leases are recognised as income using the straight-line method over the lease term. Variable lease payments not included in lease receipts are recognised as income as they are earned.

28. Profit distributions

Dividends or profit distributions proposed in the profit appropriation plan, which will be approved after the balance sheet date, are not recognised as a liability at the balance sheet date but are disclosed in the notes separately.

29. Related parties

If a party has the power to control, jointly control or exercise significant influence over another party, or vice versa, or where two or more parties are subject to common control or joint control from another party, they are considered to be related parties. Related parties may be individuals or enterprises. Enterprises with which the Company is under common control only from the State and that have no other related-party relationships are not regarded as related parties.

In addition to the related parties stated above, the Company determines related parties based on the disclosure requirements of the Administrative Procedures on the Information Disclosures of Listed Companies issued by the CSRC.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

III. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

30. Segment reporting

Reportable segments are identified based on operating segments which are determined based on the structure of the Group's internal organisation, management requirements and internal reporting system after taking the materiality principle into account. Two or more operating segments may be aggregated into a single operating segment if the segments have similar economic characteristics and are the same or similar in respect of the nature of products and services, the nature of production processes, the types or classes of customers for the products and services, the methods used to distribute the products or provide the services, and the nature of the regulatory environment.

For segment reporting, inter-segment revenues are measured on the basis of the actual transaction prices for such transactions, and segment accounting policies are consistent with those used to prepare the consolidated financial statements.

31. Significant accounting estimates and judgements

The preparation of the financial statements requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates as well as the underlying assumptions and uncertainties involved are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

(1) Significant accounting estimates

Except for accounting estimates relating to depreciation and amortisation of assets such as fixed assets and intangible assets (see Notes III.14 and 17) and provision for impairment of various types of assets (see Notes V.4, 6, 7, 11, 14, 15, 16, 17, 18, 19 and Notes XVI.2, 3, 7, 8 and 9). Other significant accounting estimates are as follows:

- (a) Note V.20 – Recognition of deferred tax assets;
- (b) Note X: Fair value measurements of financial instruments.

(2) Significant accounting judgements

Significant judgements made by the Group in the application of accounting policies are as follows:

Notes VII.1(1) and 2(1) – Significant judgements and assumptions in determining control, joint control or significant influence over other entity.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

IV. TAXATION

1. Main types of taxes and corresponding tax rates

Tax type	Tax basis	Tax rate
Value-added tax (VAT)	Output VAT is calculated on product sales and taxable services revenue. The basis for VAT payable is to deduct input VAT from the output VAT for the period	3%-13%
City maintenance and construction tax	Based on VAT paid	5%-7%
Land appreciation tax	Based on appreciation amount on property sold and applicable tax rate	Progressive rates ranging from 30%-60%
Corporate income tax	Based on taxable profits	25%, except Note 2

Except the subsidiaries mentioned in Note 2 below are entitled to the preferential tax rates and Jiangsu Expressway International (Hong Kong) Company Limited ("Ninghu International") is entitled to a statutory tax rate of 16.5%, the income tax rate applicable to the Company and other subsidiaries for the year is 25% (2024 : 25%) °

2. Subsidiaries with preferential tax rates

Company name	Preferential tax rate	Reason
Jiangsu Wufengshan Bridge Co., Ltd. ("Wufengshan Bridge")	12.5%	3-year exemption and 3-year half payment
Jiangsu Communications Holding Rudong Offshore Wind Power Co., Ltd. ("Rudong Company")	12.5%	3-year exemption and 3-year half payment
Jiangsu Communications Holding Clean Energy Jiangsu Co., Ltd. ("Jiangsu Clean Energy")	0%	3-year exemption and 3-year half payment
Jiangsu Communications Holding Clean Energy Suqian Co., Ltd. ("Suqian Clean Energy")	0%	3-year exemption and 3-year half payment
Jiangsu Wufengshan Bridge Co., Ltd. ("Wufengshan Bridge")	5%	Small and micro enterprise
Jiangsu Communications Holding Rudong Offshore Wind Power Co., Ltd. ("Rudong Company")	5%	Small and micro enterprise
Jiangsu Communications Holding Clean Energy Jiangsu Co., Ltd. ("Jiangsu Clean Energy")	5%	Small and micro enterprise
Jiangsu Communications Holding Clean Energy Suqian Co., Ltd. ("Suqian Clean Energy")	5%	Small and micro enterprise
Kunshan Fengyuan Real Estate Development Co., Ltd. ("Kunshan Fengyuan")	5%	Small and micro enterprise
Jiangsu Communications Holding Clean Energy Xuzhou Co., Ltd. ("Xuzhou Clean Energy")	5%	Small and micro enterprise
Jiangsu Communications Holding Clean Energy Tongshan Co., Ltd. ("Tongshan Clean Energy")	5%	Small and micro enterprise

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. Cash at bank and on hand

Item	2025	2024
Cash on hand	36,086.42	46,910.46
Deposits with banks	259,651,796.07	399,640,395.24
Other monetary funds	7,425,615.80	1,121,294.56
Cash deposited in the finance company	344,145,230.28	463,661,370.17
Total	611,258,728.57	864,469,970.43
Including: Total overseas deposits	758,803.30	982,056.06

Restrict cash please see Note V.62(3).

2. Financial assets held for trading

Item	Note	2025	2024
Financial assets at fair value through profit or loss		1,840,869,064.94	3,121,896,595.47
Including: Financial products	(1)	1,795,000,000.00	3,094,000,000.00
Others	(2)	45,869,064.94	27,896,595.47
Total		1,840,869,064.94	3,121,896,595.47

(1) Financial products

The Group invests its spare funds in financial products issued by banks and other financial institutions. These financial products usually have preset maturity and expected rate of return, and have a wide range of investments, including government and corporate bonds, central bank bills, money market funds and other listed and unlisted equity securities in China. The Group classifies them as financial assets measured at fair value through profit and loss, and listed them as financial assets held for trading.

(2) Others

Other held-for trading financial asset mainly includes fund investment and stock investment. The Group classifies them as financial assets measured at fair value through profit and loss, and listed them as financial assets held for trading.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

3. Bills receivable

- (1) Classification of bills receivable

Item	2025	2024
Bank acceptance bills	4,611,048.85	13,171,493.34
Less: Provision for bad and doubtful debts	–	–
Total	4,611,048.85	13,171,493.34

All of the above bills are due within one year.

- (2) The pledged bills receivable of the Group at the end of the year

As at 31 December 2025, the Group had no pledged bills receivable (31 December 2024: none).

- (3) Outstanding endorsed or discounted bills that have not matured at the end of the year

As at 31 December 2025, there is no outstanding endorsed or discounted bills receivable that have not matured (31 December 2024: none).

4. Accounts receivable

- (1) Accounts receivable by customer type are as follows:

Type	2025	2024
Amounts due from related party	272,167,490.82	249,477,905.80
Amounts due from third party	1,919,536,530.44	1,673,868,959.43
Sub-total	2,191,704,021.26	1,923,346,865.23
Less: Provision for bad and doubtful debts	92,093,987.81	60,062,408.64
Total	2,099,610,033.45	1,863,284,456.59

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

4. Accounts receivable (Continued)

(2) The ageing analysis of accounts receivable is as follows:

Ageing	2025	2024
Within 1 year (inclusive)	734,654,418.33	836,764,953.28
Over 1 year but within 2 years (inclusive)	434,316,957.17	429,952,787.01
Over 2 years but within 3 years (inclusive)	394,422,834.21	363,523,678.86
Over 3 years but within 4 years (inclusive)	352,833,954.59	244,825,050.60
Over 4 years but within 5 years (inclusive)	234,958,418.49	28,170,956.46
Over 5 years	40,517,438.47	20,109,439.02
Sub-total	2,191,704,021.26	1,923,346,865.23
Less: Provision for bad and doubtful debts	92,093,987.81	60,062,408.64
Total	2,099,610,033.45	1,863,284,456.59

The ageing is counted starting from the date when accounts receivable are recognised.

(3) Accounts receivable by provisioning method:

Category	2025						2024					
	Book value Amount	Percentage (%)	Provision for bad and doubtful debts Amount	Percentage (%)	Carrying amount	Book value Amount	Percentage (%)	Provision for bad and doubtful debts Amount	Percentage (%)	Carrying amount	Book value Amount	Percentage (%)
Individual assessment	1,710,232.43	0.08	1,710,232.43	100.00	-	1,710,232.43	0.09	1,710,232.43	100.00	-		
Collective assessment	2,189,993,788.83	99.92	90,383,755.38	4.13	2,099,610,033.45	1,921,636,632.80	99.91	58,352,176.21	3.04	1,863,284,456.59		
- Toll road fees receivable and others	330,832,629.24	15.09	2,973,204.35	0.90	327,859,424.89	414,856,120.21	21.57	2,253,997.33	0.54	412,602,122.88		
- Electricity fees receivable	1,859,161,159.59	84.83	87,410,551.03	4.70	1,771,750,608.56	1,506,780,512.59	78.34	56,098,178.88	3.72	1,450,682,333.71		
Total	2,191,704,021.26	100.00	92,093,987.81	4.20	2,099,610,033.45	1,923,346,865.23	100.00	60,062,408.64	3.12	1,863,284,456.59		

As at 31 December 2025, the Group had no significant individually bad debt provisioned accounts receivable (31 December 2024: None).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

4. Accounts receivable (Continued)

(3) Accounts receivable by provisioning method: (Continued)

(a) *Assessment of ECLs on accounts receivable: (Continued)*

At all times, the Group measures impairment loss for accounts receivable at an amount equal to lifetime ECLs, and the ECLs are based on the ageing and the expected loss rate. According to the historical experience of the Group, there are significant differences in the losses of customer groups related to different products. Therefore, the Group assesses ECLs on accounts receivable through disaggregating different customer groups by product type when calculating impairment loss based on ageing information.

Collective assessment:

Collective assessment 1: toll road business and others

	Expected credit loss rate	Carrying amount at the end of the year	Provision for bad and doubtful debts at the end of the year
Within 1 year	0.00%	300,772,763.48	—
Over 1 year but within 2 years	5.00%	655,644.60	32,782.23
Over 2 years (inclusive)	10.00%	29,404,221.16	2,940,422.12
Total		330,832,629.24	2,973,204.35

Collective assessment 2: sales of electricity

	Expected credit loss rate	Carrying amount at the end of the year	Provision for bad and doubtful debts at the end of the year
Within 1 year	0.30%	433,696,010.25	1,284,793.84
Over 1 year but within 2 years	2.63%	433,846,957.17	11,417,435.47
Over 2 year but within 3 years	5.19%	364,316,955.62	18,908,050.00
Over 3 years but within 4 years	7.68%	352,532,239.59	27,074,476.00
Over 4 years but within 5 years	10.11%	234,656,703.49	23,723,792.72
Over 5 years	12.47%	40,112,293.47	5,002,003.00
Total		1,859,161,159.59	87,410,551.03

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

4. Accounts receivable (Continued)

(4) Movements of provisions for bad and doubtful debts

	2025				2024			
	Individual assessment	Collective assessment 1	Collective assessment 2	Total	Individual assessment	Collective assessment 1	Collective assessment 2	Total
Balance at the beginning of the year	1,710,232.43	2,253,997.33	56,098,178.88	60,062,408.64	1,710,232.43	769,672.07	32,473,865.93	34,953,770.43
Additions during the year	-	728,122.27	33,788,697.14	34,516,819.41	-	1,544,755.28	23,658,734.81	25,203,490.09
Recoveries or reversals during the year	-	(8,915.25)	(2,476,324.99)	(2,485,240.24)	-	(60,430.02)	(34,421.86)	(94,851.88)
Balance at the end of the year	1,710,232.43	2,973,204.35	87,410,551.03	92,093,987.81	1,710,232.43	2,253,997.33	56,098,178.88	60,062,408.64

(5) Five largest accounts receivable by debtor at the end of the year

The total of five largest accounts receivable of the Group at the end of the year is RMB2,121,236,840.82, accounting for 96.78% of the total accounts receivable, and the corresponding balance of provision for bad and doubtful debts is RMB89,468,763.80.

(6) Derecognition of accounts receivable due to transfer of financial assets

The Group has no accounts receivable derecognition due to transfer to financial assets this year (31 December 2024: none).

(7) Assets and liabilities recognised due to the transfer with continuing involvement of accounts receivable

Group does not transfer receivables this year and continues to involve in the formation of assets and liabilities (31 December 2024: none).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

5. Prepayments

(1) Prepayments by category:

Item	2025	2024
Prepayment	9,677,343.79	8,689,460.92
Total	9,677,343.79	8,689,460.92

(2) The ageing analysis of prepayments is as follows:

Ageing	2025		2024	
	Amount	Percentage (%)	Amount	Percentage (%)
Within 1 year (inclusive)	9,316,883.80	96.28	7,943,493.96	91.42
Over 1 year but within 2 years (inclusive)	355,152.99	3.67	656,067.23	7.55
Over 2 years but within 3 years (inclusive)	–	–	84,592.73	0.97
Over 3 years	5,307.00	0.05	5,307.00	0.06
Total	9,677,343.79	100.00	8,689,460.92	100.00

The ageing is counted starting from the date when prepayments are recognised.

(3) Five largest prepayments by debtor at the end of the year:

The total of five largest prepayments of the Group at the end of the year is RMB4,959,426.01, accounting for 51.25% of the total accounts receivable.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

6. Other receivables

	Note	2025	2024
Dividends receivable	(1)	14,272,941.83	258,977,940.79
Others	(2)	67,962,631.94	53,054,719.43
Total		82,235,573.77	312,032,660.22

(1) Dividends receivable

Investee	2025	2024
Bank of Jiangsu Co., Ltd. ("Bank of Jiangsu")	–	239,715,038.96
Longyuan Donghai Wind Power Co., Ltd. ("Longyuan Donghai")	14,272,941.83	14,272,941.83
Jiangsu Kuailu Motor Transport Co., Ltd. ("Kuailu Company")	–	4,989,960.00
Total	14,272,941.83	258,977,940.79

(2) Others

(a) Others by customer type :

Customer type	2025	2024
Amounts due from related party	5,598,493.35	5,771,285.51
Amounts due from third party	62,464,355.47	47,383,650.80
Sub-total	68,062,848.82	53,154,936.31
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	67,962,631.94	53,054,719.43

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

6. Other receivables (Continued)

(2) Others (Continued)

(b) The ageing analysis is as follows :

Ageing	2025	2024
Within 1 year (inclusive)	35,184,742.26	17,933,115.46
Over 1 year but within 2 years (inclusive)	617,716.59	690,149.96
Over 2 years but within 3 years (inclusive)	2,243.79	1,955,079.09
Over 3 years	32,258,146.18	32,576,591.80
Sub-total	68,062,848.82	53,154,936.31
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	67,962,631.94	53,054,719.43

The ageing is counted starting from the date when other receivables are recognised.

(c) Others by provisioning method:

Category	2025					2024				
	Book value Amount	Percentage (%)	Provision for bad and doubtful debts Amount	Percentage (%)	Carrying amount	Book value Amount	Percentage (%)	Provision for bad and doubtful debts Amount	Percentage (%)	Carrying amount
Individual assessment	-	0.00	-	0.00	-	-	0.00	-	0.00	-
Collective assessment	68,062,848.82	100.00	100,216.88	0.15	67,962,631.94	53,154,936.31	100.00	100,216.88	0.19	53,054,719.43
Total	68,062,848.82	100.00	100,216.88	0.15	67,962,631.94	53,154,936.31	100.00	100,216.88	0.19	53,054,719.43

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

6. Other receivables (Continued)

(2) Others (Continued)

(d) Movements of provisions for bad and doubtful debts

	2025				2024			
	Stage 1 12-month ECL	Stage 2 Lifetime ECL - Not credit impaired	Stage 3 Lifetime ECL - Credit impaired	Total	Stage 1 12-month ECL	Stage 2 Lifetime ECL - Not credit impaired	Stage 3 Lifetime ECL - Credit impaired	Total
1. Provision								
Balance at the beginning of the year	100,216.88	-	-	100,216.88	126,972.98	-	15,812,140.02	15,939,113.00
Transfer to stage 2	-	-	-	-	-	-	-	-
Transfer to stage 3	-	-	-	-	-	-	-	-
Reverse to stage 2	-	-	-	-	-	-	-	-
Reverse to stage 1	-	-	-	-	-	-	-	-
Additions during the year	-	-	-	-	-	-	-	-
Reversals during the year	-	-	-	-	26,756.10	-	15,000,000.00	15,026,756.10
Written-off during the year	-	-	-	-	-	-	812,140.02	812,140.02
Balance at the end of the year	100,216.88	-	-	100,216.88	100,216.88	-	-	100,216.88
2. Balance of other accounts receivable								
at the end of the year	68,062,848.82	-	-	68,062,848.82	53,154,936.31	-	-	53,154,936.31
3. Percentage for the provision	0.15%	-	-	0.15%	0.19%	-	0.00%	0.19%

(e) Others categorised by nature

Nature of other receivables	2025	2024
Landlord maintenance funds	17,043,613.50	17,398,243.50
Project funds borrowed in advance	6,315,016.59	6,651,121.50
Petty cash	1,961,135.38	2,436,886.12
Others	42,743,083.35	26,668,685.19
Sub-total	68,062,848.82	53,154,936.31
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	67,962,631.94	53,054,719.43

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

6. Other receivables (Continued)

(2) Others (Continued)

(f) Five largest others-by debtor at the end of the year

Debtor	Nature of the receivable	Balance at the end of the year	Ageing	Percentage of ending balance of others (%)	Ending balance of provision for bad and doubtful debts
Jiangsu Provincial Transportation Engineering Construction Bureau	Others	32,001,036.40	1-2 years	47.02	-
Department China Construction Eighth Engineering Division Corp. Ltd.	Advance project funds	6,088,716.00	More than 3 years	8.95	-
Jiangsu Lord Equity Investment Fund Management Co., Ltd. ("Load Fund Company")	Others	5,598,493.35	More than 3 years	8.22	-
Nanjing Guangbo Decoration Co., Ltd.	Advance project funds	226,300.59	More than 3 years	0.33	-
Wuxi China Resources Gas Co., Ltd.	Others	135,000.00	More than 3 years	0.20	-
Total		44,049,546.34		64.72	-

7. Inventories

Inventories by category

Item	2025			2024		
	Book value	Provision for impairment of inventories	Carrying amount	Book value	Provision for impairment of inventories	Carrying amount
Properties under development	446,372,340.49	-	446,372,340.49	440,646,172.34	-	440,646,172.34
Properties for sales	1,413,834,113.90	-	1,413,834,113.90	1,539,113,971.68	-	1,539,113,971.68
Spare parts for repair and maintenance	3,229,510.08	-	3,229,510.08	4,244,482.96	-	4,244,482.96
Petrol	12,787,522.12	-	12,787,522.12	15,536,862.83	-	15,536,862.83
Total	1,876,223,486.59	-	1,876,223,486.59	1,999,541,489.81	-	1,999,541,489.81

As at 31 December 2025, there are no inventories pledged as security by the Group (31 December 2024: none)

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

7. Inventories (Continued)

Inventories by category (Continued)

Details of properties under development are as follows:

Project Name	Commencement date	Estimated completion date	Estimated total investment	31 December 2024	31 December 2025
Baohua Hongyan Community Plot A Project	September 2018	Postponed	2,455,800,000.00	397,528,277.31	398,721,023.20
Huaqiao Urban Core Project	December 2012	Postponed	3,089,100,000.00	43,117,895.03	47,651,317.29
Total			5,544,900,000.00	440,646,172.34	446,372,340.49

Details of properties for sales are as follows:

Project Name	Completion date	1 January 2025	Increase	Decrease	31 December 2025
Suzhou Qingyuan	December 2013	104,529,620.81	–	14,301,087.19	90,228,533.62
Baohua Hongyan Community Plot B Project	November 2016	138,933,017.00	–	–	138,933,017.00
Huaqiao Urban Core Project	December 2019	407,141,327.34	–	2,022,675.23	405,118,652.11
Hanrui Center	June 2021	888,510,006.53	–	108,956,095.36	779,553,911.17
Total		1,539,113,971.68	–	125,279,857.78	1,413,834,113.90

8. Non-current assets due within one year

Item	2025	2024
Long-term receivables due within one year	61,606,300.00	121,436,854.80
Sub-total	61,606,300.00	121,436,854.80
Less: Provision for impairment	–	–
Total	61,606,300.00	121,436,854.80

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

9. Other current assets

Item	2025	2024
Input VAT to be deducted	25,788,834.42	17,870,198.43
Prepaid enterprise income tax	132,911,208.05	67,423,156.67
Prepaid taxes and levies related to pre-sale of real estate	1,993,619.21	3,607,962.29
Others	281,091.81	271,330.30
Sub-total	160,974,753.49	89,172,647.69
Less: Provision for impairment	-	-
Total	160,974,753.49	89,172,647.69

10. Long-term receivables

Item	Note	2025			2024			Range of discount rate
		Book value	Provision for bad and doubtful debts	Carrying amount	Book value	Provision for bad and doubtful debts	Carrying amount	
Receivables from sales of properties		61,606,300.00	-	61,606,300.00	121,436,854.80	-	121,436,854.80	3.65%
Including: Unearned finance income		-	-	-	2,169,445.20	-	2,169,445.20	
Sub-total		61,606,300.00	-	61,606,300.00	121,436,854.80	-	121,436,854.80	
Less: Due within one year	V.8	61,606,300.00	-	61,606,300.00	121,436,854.80	-	121,436,854.80	
Total		-	-	-	-	-	-	

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

11. Long-term equity investments

(1) Long-term equity investments

Item	2025	2024
Investments in joint ventures	13,036,769.98	13,334,628.22
Investments in associates	13,509,443,292.14	12,743,414,949.70
Sub-total	13,522,480,062.12	12,756,749,577.92
Less: Provision for impairment	–	–
Total	13,522,480,062.12	12,756,749,577.92

(2) Movements of long-term equity investments during the year are as follows:

Investee (Note 1)	Movements during the year						Balance at the end of the year	Balance of provision for impairment at the end of the year
	Balance at the beginning of the year	Increase in capital	Investment income recognised under equity method	Other comprehensive income	Other equity movement	Declared distribution of cash profits		
Joint ventures								
Jiangsu Nengtou Xincheng Photovoltaic Power Generation Co., Ltd. ("Nengtou Xincheng")	13,334,628.22	–	1,070,457.98	–	101,683.78	(1,470,000.00)	13,036,769.98	–
Sub-total	13,334,628.22	–	1,070,457.98	–	101,683.78	(1,470,000.00)	13,036,769.98	–
Associates								
Jiangsu Yanjiang Company Co., Ltd. ("Yanjiang Company")	2,960,968,841.69	–	7,484,117.12	–	–	–	2,968,452,958.81	–
Jiangsu Yangtze Bridge Co., Ltd. ("Yangtze Bridge Company")	2,932,585,301.53	–	303,936,170.16	117,824,613.59	612,919.57	(34,190,139.60)	3,320,768,865.25	–
Suzhou Expressway Management Co., Ltd. ("Suzhou Expressway Management")	2,318,458,786.78	–	147,706,153.50	–	–	(54,620,883.00)	2,411,544,057.28	–
Zijin Trust Co., Ltd. ("Zijin Trust")	2,413,640,316.94	–	221,572,592.12	(4,830,185.29)	–	(52,142,000.00)	2,578,240,723.77	–
Jiangsu Communications Holding Group Finance Co., Ltd. ("Group Finance Company")	751,125,464.67	–	28,093,412.13	–	–	(12,500,000.00)	766,718,876.80	–
Three Gorges New Energy Nantong Co., Ltd. ("Three Gorges Nantong")	513,773,905.95	–	32,109,667.07	–	–	–	545,883,573.02	–
Jiangsu Xiandai Engineering Testing Co., Ltd. (Engineering Testing Company)	299,617,829.48	–	22,492,488.81	–	2,631,397.61	–	324,741,715.90	–
Suzhou Nanlin Hotel Co., Ltd. ("Nanlin Hotel")	173,775,707.10	–	1,054,241.61	–	–	–	174,829,948.71	–
Longyuan Donghai Wind Power Co., Ltd. ("Longyuan Donghai")	80,222,624.20	–	4,667,697.02	–	(118,807.70)	–	84,771,513.52	–
Jiangsu Communication Culture and Media Co., Ltd. ("Culture Media")	86,751,801.48	–	3,851,052.29	(200,955.59)	–	–	90,401,898.18	–
Jiangsu Expressway Network Operation&Management Center ("Network Operation Company")	114,978,962.48	–	7,177,223.32	–	–	–	122,156,185.80	–
Kuailu Company	30,108,671.15	–	331,412.46	–	–	–	30,440,083.61	–
Luode Fund Company	24,647,472.26	–	239,531.87	–	–	–	24,887,004.13	–
Jiangsu Yuexin Ninghu Gas Co., Ltd. ("Yuexin Ninghu Company")	13,709,263.99	–	(407,974.14)	–	–	–	13,301,289.85	–
Three Gorges Xinmeng Taizhou Power Generation Co., Ltd.	25,600,000.00	–	8,193,020.56	–	211,576.95	–	34,004,597.51	–
Three Gorges Spruce Taizhou Hailing Power Generation Co., Ltd.	3,450,000.00	14,850,000.00	–	–	–	–	18,300,000.00	–
Sub-total	12,743,414,949.70	14,850,000.00	788,500,805.90	112,793,472.71	3,337,086.43	(153,453,022.60)	13,509,443,292.14	–
Total	12,756,749,577.92	14,850,000.00	789,571,263.88	112,793,472.71	3,438,770.21	(154,923,022.60)	13,522,480,062.12	–

Note 1: The foregoing companies are all unlisted company registered in PRC (Note VII.2).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

12. Investments in other equity instruments

Item	Balance at the beginning of the year	Increase in capital	Decrease in capital	Movements during the year		Balance at the end of the year	Dividend income recognised for the year	Accumulated gains recognised in other comprehensive income	Accumulated losses recognised in other comprehensive income	Reason for being designated at fair value through other comprehensive income
				Accumulated gains recognised in other comprehensive income	Accumulated losses recognised in other comprehensive income					
Bank of Jiangsu Co., Ltd. ("Bank of Jiangsu") (Note 1)	7,687,791,266.00	-	-	454,065,064.00	-	8,141,856,320.00	167,847,499.52	3,512,325,492.56	-	Non-tradable investment in other equity instruments
Jiangsu Financial Leasing Co., Ltd. ("Jiangsu Financial Leasing") (Note 2)	2,380,484,299.50	-	-	410,426,327.50	-	2,790,912,627.00	182,412,590.00	1,894,255,694.43	-	Non-tradable investment in other equity instruments
Total	10,068,275,565.50	-	-	864,493,391.50	-	10,932,768,947.00	350,260,089.52	5,406,581,186.99	-	

Note 1: This represents the ordinary shares of A-share listed company Bank of Jiangsu Co., Ltd. held by the Group. Bank of Jiangsu was listed in 2016. The Group designated it as a financial asset measured at fair value through other comprehensive income ("FVTOCI"), and subsequent changes in fair values are included in other comprehensive income.

Note 2: It is a restricted outstanding shares of A-share listed company Jiangsu Financial Leasing held by the Group. Jiangsu Leasing was listed in 2018, the Group designated it as a financial asset measured at fair value through other comprehensive income ("FVTOCI"), and subsequent changes in fair values are included in other comprehensive income.

13. Other non-current financial assets

Item	2025	2024
Financial assets at fair value through profit or loss	1,836,841,840.17	2,019,616,641.49
Including: Equity Interest Investment in partnership		
Suzhou Industrial Park Guochuang Kaiyuan Phase II Investment Center LLP	1,248,805,344.91	1,396,709,162.25
Nanjing Luode Zhongbei Zhiyuan Equity Investment LLP	234,029,129.70	244,985,649.91
Nanjing Luode Huizhi Equity Investment LLP	354,007,365.56	377,921,829.33
Total	1,836,841,840.17	2,019,616,641.49

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

14. Investment properties

	Plant and buildings
Cost	
Balance at the beginning of the year	479,065,324.96
Additions during the year	103,151,435.48
Balance at the end of the year	582,216,760.44
Accumulated depreciation	
Balance at the beginning of the year	37,922,186.10
Charge for the year	13,423,850.87
Balance at the end of the year	51,346,036.97
Carrying amounts	
At the end of the year	530,870,723.47
At the beginning of the year	441,143,138.86

As at 31 December 2025, the Group has no investment properties pending certificates of ownership (31 December 2024 : none).

15. Fixed assets

Item	2025	2024
Fixed assets	7,837,459,874.91	7,274,966,576.10
Fixed assets pending for disposal	1,362,620.83	694,389.72
Total	7,838,822,495.74	7,275,660,965.82

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

15. Fixed assets (Continued)

(1) Fixed assets

Item	Plant & buildings	Safety equipment	Toll and ancillary equipment	Communication and surveillance equipment	Machinery & equipment	Electronic equipment	Motor vehicles	Office & other equipment	Total
Cost									
Balance at the beginning of the year	3,682,354,088.84	1,208,625,559.26	571,581,812.81	589,933,823.47	5,476,875,630.07	430,629,867.75	57,582,683.17	131,525,981.97	12,149,109,447.34
Additions during the year	459,010,306.24	373,667,152.62	339,040,192.96	83,520,838.49	191,628,904.66	22,964,975.25	2,486,240.84	15,099,405.96	1,487,418,017.02
– Purchases	51,859.50	8,392,669.36	2,718,886.94	9,751,470.01	22,881,880.50	5,297,332.44	1,798,686.32	794,426.34	51,687,211.41
– Transfers from construction in progress	12,588,370.59	5,150,022.81	37,064,094.76	41,623,812.99	146,543,381.66	443,719.72	–	–	243,413,402.53
– Settlement adjustment	446,370,076.15	360,124,460.45	299,257,211.26	32,145,555.49	22,203,642.50	17,223,923.09	687,554.52	14,304,979.62	1,192,317,403.08
Decrease during the year	38,186,163.04	4,315,727.83	23,590,257.25	97,571,526.71	135,820,716.28	6,956,734.26	5,515,746.57	485,592.52	312,442,464.46
– Disposals or written-offs	26,729,541.48	3,348,383.03	15,631,234.97	90,975,586.97	37,530,549.12	6,820,120.68	5,515,746.57	–	186,551,162.82
– Settlement adjustment	11,388,621.56	924,190.80	7,959,022.28	6,455,939.74	97,151,161.56	97,916.58	–	445,533.00	124,422,385.52
– Transfers to fixed assets pending for disposal	68,000.00	43,154.00	–	140,000.00	1,139,005.60	38,697.00	–	40,059.52	1,468,916.12
Balance at the end of the year	4,103,178,232.04	1,577,976,984.05	887,031,748.52	575,883,135.25	5,532,683,818.45	446,638,108.74	54,553,177.44	146,139,795.41	13,324,084,999.90
Accumulated depreciation									
Balance at the beginning of the year	1,454,209,837.60	943,197,087.39	365,938,668.20	359,002,704.93	1,446,155,043.21	160,185,847.72	37,737,877.65	106,543,765.39	4,872,970,832.09
Charge for the year	165,571,480.66	108,941,676.03	100,152,719.21	42,750,351.31	280,447,294.23	37,400,311.99	3,353,003.82	14,984,273.24	753,601,110.49
Disposals or written-offs during the year	18,958,859.53	2,892,301.50	14,237,829.71	58,539,531.25	35,334,379.78	5,894,107.77	4,338,523.87	–	140,195,533.41
Reversal of fixed assets pending for disposal	17,906.93	28,057.43	–	50,924.90	755,199.86	32,376.48	–	38,857.73	923,323.33
Balance at the end of the year	1,600,804,551.80	1,049,218,404.49	451,853,557.70	343,162,600.09	1,690,512,757.80	191,659,675.46	36,752,357.60	121,489,180.90	5,485,453,085.84
Provision for impairment									
Balance at the beginning of the year	–	–	–	–	1,001,209.28	167,344.85	–	3,485.02	1,172,039.15
Charge for the year	–	–	–	–	–	–	–	–	–
Transfers to fixed assets pending for disposal for the year	–	–	–	–	–	–	–	–	–
Balance at the end of the year	–	–	–	–	1,001,209.28	167,344.85	–	3,485.02	1,172,039.15
Carrying amounts									
At the end of the year	2,502,373,680.24	528,758,579.56	435,178,190.82	232,720,535.16	3,841,169,851.37	254,811,088.43	17,800,819.84	24,647,129.49	7,837,459,874.91
At the beginning of the year	2,228,144,251.24	265,428,471.87	205,643,144.61	230,931,118.54	4,029,719,377.58	270,276,675.18	19,844,805.52	24,978,731.56	7,274,966,576.10

As at 31 December 2025, the Group has no investment properties pending certificates of ownership (31 December 2024: none).

As at 31 December 2025, the Group has no investment properties pledged or mortgaged as security (31 December 2024: none).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

15. Fixed assets (Continued)

- (2) Fixed assets leased out under operating leases

Item	2025	2024
Plant & buildings	317,110,355.00	171,598,977.58

- (3) Fixed assets pending certificates of ownership

As at 31 December 2025, the book value of the Group's fixed assets without certificates of ownership is RMB1,020,085,169.18 (31 December 2024: RMB890,318,117.64), the above assets were incorporated into communication facilities, therefore cannot obtain certification at present.

- (4) Impairment testing of fixed assets

The Group determines whether there is any indication of possible impairment of assets at the balance sheet date. And if there is any indication of impairment, the Group will estimate the recoverable amount and conduct an impairment test. The recoverable amount is the net amount of the fair value of the cash-generating unit less disposal costs.

During the year, there is no impairment provision addition of the fixed asset.

16. Construction in progress

	2025	2024
Construction in progress	493,189,548.41	128,365,133.91

- (1) Construction in progress

Book value	2025		Book value	2024	
	Provision for impairment	Carrying amount		Provision for impairment	Carrying amount
493,189,548.41	-	493,189,548.41	128,365,133.91	-	128,365,133.91

- (2) As at 31 December 2025, the Group did not note any indicators of impairment; therefore, there is no provision for impairment losses for construction in progress (31 December 2024: none).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

17. Right-of-use assets

As a lessee

Item	Plant & buildings	Rights to use roofs	Rights to use parking spaces	Total
Cost				
Balance at the beginning of the year	35,311,350.94	15,745,259.85	541,969.45	51,598,580.24
Additions during the year	18,661,654.70	1,744,430.15	–	20,406,084.85
Decrease during the year	16,913,995.55	–	–	16,913,995.55
Balance at the end of the year	37,059,010.09	17,489,690.00	541,969.45	55,090,669.54
Accumulated depreciation				
Balance at the beginning of the year	22,827,496.83	4,374,738.01	81,295.65	27,283,530.49
Charge for the year	7,496,833.44	1,336,064.15	20,323.92	8,853,221.51
Reductions during the year	16,913,995.55	–	–	16,913,995.55
Balance at the end of the year	13,410,334.72	5,710,802.16	101,619.57	19,222,756.45
Provision for impairment				
Balance at the beginning of the year	–	–	–	–
Balance at the end of the year	–	–	–	–
Carrying amounts				
At the end of the year	23,648,675.37	11,778,887.84	440,349.88	35,867,913.09
At the beginning of the year	12,483,854.11	11,370,521.84	460,673.80	24,315,049.75

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

18. Intangible assets

(1) Intangible assets

Item	Toll road operation rights-in operation	Toll road operation rights-under construction	Land use rights	Rights to use sea areas	Software	Total
Cost						
Balance at the beginning of the year	49,297,605,052.15	18,760,364,809.79	1,747,328,971.12	75,992,526.65	83,579,342.05	69,964,870,701.76
Additions during the year	10,559,049,184.45	8,155,596,885.88	-	-	8,723,418.98	18,723,369,489.31
- Purchase	-	-	-	-	1,402,416.79	1,402,416.79
- Self build	-	8,155,596,885.88	-	-	-	8,155,596,885.88
- Transfer from construction in progress	8,483,061.00	-	-	-	7,321,002.19	15,804,063.19
- road operation rights-transfer from construction in progress	10,327,102,415.80	-	-	-	-	10,327,102,415.80
- Settlement adjustment	223,463,707.65	-	-	-	-	223,463,707.65
Decrease during the year	943,223,954.36	10,327,102,415.80	-	-	6,511,393.66	11,276,837,763.82
- Disposal	-	-	-	-	6,511,393.66	6,511,393.66
- Completion transfer out	-	10,327,102,415.80	-	-	-	10,327,102,415.80
- Settlement adjustment	943,223,954.36	-	-	-	-	943,223,954.36
Balance at the end of the year	58,913,430,282.24	16,588,859,279.87	1,747,328,971.12	75,992,526.65	85,791,367.37	77,411,402,427.25
Accumulated amortisation						
Balance at the beginning of the year	20,281,268,138.81	-	1,606,784,101.88	11,189,083.68	77,504,843.90	21,976,746,168.27
Additions during the year	1,752,109,326.14	-	64,721,568.48	2,797,270.92	2,878,652.28	1,822,506,817.82
- Charge for the year	1,752,109,326.14	-	64,721,568.48	2,797,270.92	2,878,652.28	1,822,506,817.82
Decrease during the year	-	-	-	-	6,511,393.66	6,511,393.66
- Disposal	-	-	-	-	6,511,393.66	6,511,393.66
Balance at the end of the year	22,033,377,464.95	-	1,671,505,670.36	13,986,354.60	73,872,102.52	23,792,741,592.43
Carrying amounts						
At the end of the year	36,880,052,817.29	16,588,859,279.87	75,823,300.76	62,006,172.05	11,919,264.85	53,618,660,834.82
At the beginning of the year	29,016,336,913.34	18,760,364,809.79	140,544,869.24	64,803,442.97	6,074,498.15	47,988,124,533.49

As at 31 December 2025, the Group pledged RMB26,535,479,785.37 of road operation rights in operation and RMB5,044,495,708.41 of the right to receive payments during the future operation of road operation rights under construction to obtain bank loans respectively (31 December 2024: RMB17,315,579,524.51 and RMB10,990,552,107.79. Please see Note V.22 for further details.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

18. Intangible assets (Continued)

(2) Movements of major construction projects in progress during the year

Item	Budget	Balance at the beginning of the year	Additions during the year	Decreases during the year	Balance at the end of the year	Percentage of actual cost to budget	Project progress	Sources of funding
Ningyang Bridge (Longtan Bridge)	5,082,204,900.00	4,416,968,033.05	86,264,382.75	4,503,232,415.80	-	-	In use	Self-owned funds and loans from financial institutions
Ningyang Bridge North Connection (Longtan Bridge North Connection)	6,984,587,200.00	4,102,693,647.56	941,802,060.85	-	5,044,495,708.41	72.22%	In progress	Self-owned funds and loans from financial institutions
Xiyi Expressway expansion project	7,754,910,000.00	2,147,821,507.03	3,676,048,492.97	5,823,870,000.00	-	-	In use	Self-owned funds and loans from financial institutions
Jiangsu Xitai Tunnel Company Limited ("Xitai Tunnel Company")	24,198,191,100.00	6,065,812,702.00	1,444,913,159.00	-	7,510,725,861.00	31.04%	In progress	Self-owned funds
Jiangsu Danjin Tunnel Company Limited ("Danjin Tunnel Company")	14,562,818,600.00	1,704,000,000.00	1,584,670,000.00	-	3,288,670,000.00	22.58%	In progress	Self-owned funds
Guangjing Expressway North Section Expansion Project	2,904,769,400.00	323,068,920.15	421,898,790.31	-	744,967,710.46	25.65%	In progress	Self-owned funds and loans from financial institutions
Total		18,760,364,809.79	8,155,596,885.88	10,327,102,415.80	16,588,859,279.87			

(3) Land use rights pending certificates of ownership

As at 31 December 2025, the Group has no land use rights without certificates of ownership (31 December 2024: none).

19. Long-term deferred expenses

Item	Balance at the beginning of the year	Additions during the year	Amortisation for the year	Balance at the end of the year
Building improvements	9,466,684.44	5,704,943.57	11,007,955.03	4,163,672.98
Less: Provision for impairment	-	-	-	-
Total	9,466,684.44	5,704,943.57	11,007,955.03	4,163,672.98

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

20. Deferred tax assets and deferred tax liabilities

(1) Deferred tax assets and liabilities

Item	2025		2024	
	Deductible or taxable temporary differences ("-" for taxable temporary difference)	Deferred tax assets/deferred tax liabilities ("-" for liabilities)	Deductible or taxable temporary differences ("-" for taxable temporary difference)	Deferred tax assets/deferred tax liabilities ("-" for liabilities)
Deferred tax assets:				
Provision for impairment of assets	115,701,372.27	19,290,624.09	83,021,571.95	14,911,863.20
Unrealised profits of intra-group transactions	325,527,492.84	81,381,873.20	330,365,621.64	82,591,405.41
Deductible tax losses	195,458,261.32	48,864,565.33	201,777,405.05	50,444,351.26
Land appreciation tax of real estate projects	140,348,101.32	35,087,025.34	142,203,198.11	35,550,799.53
Lease liabilities	3,966,978.46	632,631.18	6,142,543.78	1,139,068.47
Accrued expense	56,745,957.32	14,154,132.11	68,623,905.28	17,122,847.38
Deferred income	109,302,727.91	27,325,681.98	31,403,512.66	7,850,878.17
Difference between tax policies and that under accounting policies for service zone lease income	-	-	20,031,507.68	5,007,876.92
Sub-total	947,050,891.44	226,736,533.23	883,569,266.15	214,619,090.34
Amount offset	(139,181,136.04)	(34,795,284.01)	(91,496,680.48)	(22,874,170.12)
Balance after offsetting	807,869,755.40	191,941,249.22	792,072,585.67	191,744,920.22
Deferred tax liabilities:				
Changes in fair values of held-for-trading financial assets	(35,513,869.04)	(8,878,467.26)	(17,866,927.92)	(4,466,731.98)
Right-of-use assets	(3,509,928.42)	(544,185.97)	(6,841,730.52)	(1,333,905.18)
Changes in fair values of investments in other equity instruments	(5,640,623,662.67)	(1,410,155,915.67)	(4,776,130,271.17)	(1,194,032,567.80)
Changes in fair values of other non-current financial assets	(248,294,058.16)	(62,073,514.54)	(307,562,348.86)	(76,890,587.22)
Difference between tax policies and that under accounting policies for service zone lease income	(27,318,510.81)	(6,829,627.70)	-	-
Sub-total	(5,955,260,029.10)	(1,488,481,711.14)	(5,108,401,278.47)	(1,276,723,792.18)
Amount offset	139,181,136.04	34,795,284.01	91,496,680.48	22,874,170.12
Balance after offsetting	(5,816,078,893.06)	(1,453,686,427.13)	(5,016,904,597.99)	(1,253,849,622.06)

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

20. Deferred tax assets and deferred tax liabilities (Continued)

(2) Details of unrecognised deferred tax assets

Item	2025	2024
Deductible tax losses	882,369,243.16	670,539,555.22
Deductible temporary differences	28,995,650.19	9,540,924.23
Total	911,364,893.35	680,080,479.45

(3) Expiration of deductible tax losses for unrecognised deferred tax assets

Year	2025	2024
2025	–	53,341,130.00
2026	69,663,242.72	69,663,242.72
2027	200,891,926.62	200,891,926.62
2028	159,720,152.21	159,720,152.21
2029	171,489,894.07	186,923,103.67
2030	280,604,027.54	–
Total	882,369,243.16	670,539,555.22

21. Other non-current assets

Item	2025			2024		
	Book value	Provision for impairment	Carrying amount	Book value	Provision for impairment	Carrying amount
Deductible input tax	430,414,471.09	–	430,414,471.09	383,014,086.46	–	383,014,086.46
Prepayments for construction	196,189,700.00	–	196,189,700.00	196,189,700.00	–	196,189,700.00
Prepayments for land and use right certificate fee	9,713,630.00	–	9,713,630.00	9,713,630.00	–	9,713,630.00
Total	636,317,801.09	–	636,317,801.09	588,917,416.46	–	588,917,416.46

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

22. Assets with restrictive ownership title or right-of-use

Item	2025				2024			
	Carrying amount	Book value	Type of restriction	Reason for restriction	Carrying amount	Book value	Type of restriction	Reason for restriction
Cash at bank and on hand	6,093,959.95	6,093,959.95	For guarantees	Note Margin etc.	20,983,684.76	20,983,684.76	For guarantees	Note Margin etc.
Intangible assets	34,831,253,171.22	31,579,975,493.78	For pledges	Pledge of toll road rights	30,361,463,944.53	28,306,131,632.30	For pledges	Pledge of toll road rights
Accounts receivable	1,627,023,158.70	1,551,931,511.38	For pledges	Pledge of the rights for electricity fee receivable	1,273,926,362.70	1,229,293,476.48	For pledges	Pledge of the rights for electricity fee receivable
Total	36,464,370,289.87	33,138,000,965.11			31,656,373,991.99	29,556,408,793.54		

The amortisation of intangible assets used as pledge for current year is RMB579,286,839.35.

23. Short-term loans

(1) Short-term loans by category:

Category	2025	2024
Credit loans	500,298,915.78	400,281,112.00
Total	500,298,915.78	400,281,112.00

(2) Short-term loans by category:

As at 31 December 2025, there are no short-term loans overdue but not yet repaid (31 December 2024: none).

24. Bills payable

Item	2025	2024
Bank acceptance bills	–	279,300,000.00
Total	–	279,300,000.00

As at 31 December 2025, there are no bills payable due but unpaid (31 December 2024: none). The bills above are all due within one year.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

25. Accounts payable

(1) Details of accounts payable are as follows:

Item	2025	2024
Amounts due to related party	428,037,821.57	299,415,980.00
Amounts due to third party	3,335,372,759.77	1,741,037,248.14
Total	3,763,410,581.34	2,040,453,228.14

(2) Significant accounts payable with ageing of more than one year

Item	Balance at the end of the year	Reasons why not settled
Construction payable	178,852,971.74	Long settlement procedure of the project

26. Advance payments received

Advance payments received

Item	2025	2024
Related parties	4,486,058.29	2,425,469.55
Third parties	33,853,441.20	19,091,415.38
Total	38,339,499.49	21,516,884.93

At the end of 31 December 2025, the Group has no significant advance payment with ageing of more than one year (31 December 2024: none).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

27. Contract liabilities

Item	2025	2024
Advances from sales of property received	6,796,539.94	29,162,546.02
Total	6,796,539.94	29,162,546.02

Contract liabilities primarily relate to the Group's advances from real estate sales contracts of the Group's customers. The advanced payment is collected when the contract is signed. The revenue related to the contracts will be recognised until the Group satisfies its performance obligation.

28. Employee benefits payable

(1) Employee benefits payable:

	Balance at the beginning of the year	Accrued during the year	Decreased during the year	Balance at the end of the year
Short-term employee benefits	8,130,231.27	1,227,462,692.77	1,225,365,008.75	10,227,915.29
Post-employment benefits	–	204,362,939.98	204,362,939.98	–
Termination benefits	40,104.00	1,055,355.00	1,095,459.00	–
Total	8,170,335.27	1,432,880,987.75	1,430,823,407.73	10,227,915.29

(2) Short-term employee benefits

	Balance at the beginning of the year	Accrued during the year	Decreased during the year	Balance at the end of the year
Salaries, bonuses, allowances	340,502.85	917,451,735.23	917,591,340.23	200,897.85
Staff welfare	–	6,476,804.18	6,476,804.18	–
Social insurance	3,765.00	123,466,050.09	123,466,050.09	3,765.00
Medical insurance	3,765.00	112,027,878.74	112,027,878.74	3,765.00
Work-related injury insurance	–	5,299,528.74	5,299,528.74	–
Maternity insurance	–	6,138,642.61	6,138,642.61	–
Housing fund	–	102,255,098.00	102,255,098.00	–
Labour union fee, staff and workers' education fee	7,785,963.42	31,896,468.74	29,659,179.72	10,023,252.44
Non-monetary benefits	–	45,916,536.53	45,916,536.53	–
Total	8,130,231.27	1,227,462,692.77	1,225,365,008.75	10,227,915.29

For the current year, the Group provided employee with non-monetary benefits of RMB45,916,536.53 (2024: RMB48,161,382.13), which represents purchased non-monetary welfare goods and holiday gifts that distributed to employees etc. The calculation basis is the actual purchasing cost.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

28. Employee benefits payable (Continued)

(3) Post-employment benefits – defined contribution plans

	Balance at the beginning of the year	Accrued during the year	Decreased during the year	Balance at the end of the year
Basic pension insurance	–	130,079,260.38	130,079,260.38	–
Unemployment insurance	–	4,150,683.02	4,150,683.02	–
Annuity	–	70,132,996.58	70,132,996.58	–
Total	–	204,362,939.98	204,362,939.98	–

29. Taxes payable

Item	2025	2024
Corporate income tax	51,740,769.66	23,223,763.99
Land appreciation tax	140,342,130.44	148,940,957.73
Value-added tax	55,178,176.91	70,132,404.79
Property tax	8,810,058.97	12,236,540.57
Individual income tax	2,879,666.41	4,757,655.26
Urban maintenance and construction tax	1,897,701.31	2,175,581.83
Others	5,442,796.52	4,813,719.19
Total	266,291,300.22	266,280,623.36

30. Other payables

	Note	2025	2024
Dividends payable	(1)	118,056,221.78	117,040,617.26
Others	(2)	217,400,464.58	200,973,123.69
Total		335,456,686.36	318,013,740.95

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

30. Other payables (Continued)

(1) Dividends payable

Item	2025	2024
Dividends for ordinary shares	118,056,221.78	117,040,617.26

(2) Others

Details of others by nature are as follows:

Item	2025	2024
Lease deposit of service area	62,057,447.05	53,886,402.91
Performance and other security	47,017,352.10	38,542,499.63
Project quality deposit	32,196,012.15	27,749,078.40
Others	76,129,653.28	80,795,142.75
Total	217,400,464.58	200,973,123.69

As of 31 December 2025, no significant others payable aged more than one year (31 December 2024: none).

31. Non-current liabilities due within one year

Item	2025	2024
Long-term loans due within one year (<i>Note V.33</i>)	1,621,774,830.20	2,393,133,711.59
Bonds payable due within one year (<i>Note V.34</i>)	1,105,202,779.36	6,289,198,069.97
Lease liabilities due within one year (<i>Note V.35</i>)	5,774,146.70	6,586,106.60
Long-term payables due within one year (<i>Note V.36</i>)	1,829,329.44	1,748,880.92
Total	2,734,581,085.70	8,690,666,769.08

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

32. Other current liabilities

Item	2025	2024
Super short-term bonds payable	3,820,406,408.00	4,129,347,189.00
Output VAT to be transferred	342,817.26	3,314,662.39
Total	3,820,749,225.26	4,132,661,851.39

The movements of super short-term bonds payable:

Name of bond	Face value	Coupon rate	Issuance date	Maturity period	Issuance amount	Balance at the beginning of the year	Issuance during the year	Interest at face value	Repayment during the year	Balance at the end of the year	Default (Y/N)
Super short-term bonds payable											
24 NingHu Gao SCP015	100.00	2.02%	12 September 2024	126	400,000,000.00	402,468,889.00	-	320,371.27	402,789,260.27	-	N
24 NingHu Gao SCP016	100.00	2.01%	23 September 2024	177	560,000,000.00	563,064,134.00	-	2,394,255.04	565,458,389.04	-	N
24 NingHu Gao SCP017	100.00	2.05%	14 October 2024	94	600,000,000.00	602,665,000.00	-	502,671.23	603,167,671.23	-	N
24 NingHu Gao SCP018	100.00	2.04%	14 October 2024	129	400,000,000.00	401,768,000.00	-	1,115,945.21	402,883,945.21	-	N
24 NingHu Gao SCP019	100.00	2.04%	14 October 2024	93	500,000,000.00	502,181,666.00	-	417,238.11	502,598,904.11	-	N
24 NingHu Gao SCP020	100.00	2.04%	15 October 2024	177	550,000,000.00	552,399,834.00	-	3,041,097.51	555,440,931.51	-	N
24 NingHu Gao SCP021	100.00	2.04%	15 October 2024	177	500,000,000.00	502,181,666.00	-	2,764,635.37	504,946,301.37	-	N
24 NingHu Gao SCP022	100.00	2.04%	15 October 2024	128	600,000,000.00	602,618,000.00	-	1,674,383.56	604,292,383.56	-	N
25 NingHu Gao SCP001	100.00	1.86%	18 March 2025	128	560,000,000.00	-	560,000,000.00	3,652,734.25	563,652,734.25	-	N
25 NingHu Gao SCP002	100.00	1.80%	9 April 2025	127	590,000,000.00	-	590,000,000.00	3,695,178.08	593,695,178.08	-	N
25 NingHu Gao SCP003	100.00	1.52%	10 June 2025	128	200,000,000.00	-	200,000,000.00	1,066,082.19	201,066,082.19	-	N
25 NingHu Gao SCP004	100.00	1.48%	22 July 2025	170	560,000,000.00	-	560,000,000.00	3,729,601.00	-	563,729,601.00	N
25 NingHu Gao SCP005	100.00	1.49%	12 August 2025	156	590,000,000.00	-	590,000,000.00	3,443,141.00	-	593,443,141.00	N
25 NingHu Gao SCP006	100.00	1.50%	18 August 2025	171	500,000,000.00	-	500,000,000.00	2,812,499.00	-	502,812,499.00	N
25 NingHu Gao SCP007	100.00	1.52%	26 August 2025	163	1,000,000,000.00	-	1,000,000,000.00	5,362,223.00	-	1,005,362,223.00	N
25 NingHu Gao SCP008	100.00	1.57%	10 September 2025	218	700,000,000.00	-	700,000,000.00	3,419,111.00	-	703,419,111.00	N
25 NingHu Gao SCP009	100.00	1.63%	30 September 2025	163	250,000,000.00	-	250,000,000.00	950,833.00	-	250,950,833.00	N
25 NingHu Gao SCP010	100.00	1.59%	14 November 2025	240	200,000,000.00	-	200,000,000.00	689,000.00	-	200,689,000.00	N
Total					9,260,000,000.00	4,129,347,189.00	5,150,000,000.00	41,050,999.82	5,499,991,780.82	3,820,406,408.00	

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

33. Long-term loans

Item	2025	2024
Pledged loans	12,853,544,692.43	11,586,341,714.71
Guaranteed loans	5,224,388.68	7,124,021.98
Unsecured loans	8,414,592,984.48	10,157,487,504.49
Less: Long-term loans due within one year (<i>Note V.31</i>)	1,621,774,830.20	2,393,133,711.59
Total	19,651,587,235.39	19,357,819,529.59

As of 31 December 2025, the annual interest rate of Pledged loans is 1.70% – 2.93%, the annual interest rate of Guaranteed loans is 2.00%, and the annual interest rate range of unsecured loans is 2.89% – 3.85%.

34. Debentures payable

(1) Debentures payable

Item	2025	2024
Medium term notes	4,059,282,406.68	3,534,491,272.81
Corporate bonds	3,041,165,106.96	3,754,007,115.21
Less: Debentures payable due within one year (<i>Note V.31</i>)	1,105,202,779.36	6,289,198,069.97
Total	5,995,244,734.28	999,300,318.05

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

34. Debentures payable (Continued)

(2) Movements of debentures:

Debentures Name	Face value (RMB)	Nominal interest rate	Issuance date	Debentures Maturity period	Interest rate	Issuance amount	Balance at the beginning of the year	Issued this year	Interest at face value	Amortisation of discounts or premium	Repayment during the year	Balance at the end of the year	Maturity within 1 year	Default (Y/N)
20NingHu Gao MTN001	100.00	3.98%	21 August 2020	5 years	3.98%	2,000,000,000.00	2,026,732,769.63	-	50,595,068.49	-	2,077,327,838.12	-	-	N
22NingHu Gao MTN001 (SQI-TECH innovation note)	100.00	2.49%	13 September 2022	3 years	2.49%	700,000,000.00	704,651,812.46	-	12,272,630.15	-	716,924,442.61	-	-	N
22NingHu Gao MTN002	100.00	2.49%	10 October 2022	3 years	2.49%	300,000,000.00	301,439,604.66	-	5,791,808.22	-	307,231,412.88	-	-	N
22NingHu Gao MTN003	100.00	2.55%	31 October 2022	3 years	2.55%	500,000,000.00	501,667,086.06	-	10,654,109.59	-	512,321,195.65	-	-	N
25 NingHu Gao MTN001	100.00	1.90%	13 January 2025	5 years	1.90%	600,000,000.00	-	599,220,000.00	10,962,739.73	144,343.64	-	610,327,083.37	10,962,739.73	N
25 NingHu Gao MTN002	100.00	1.77%	8 January 2025	3 years	1.77%	900,000,000.00	-	899,730,000.00	15,537,205.46	86,236.40	-	915,353,441.86	15,537,205.46	N
25 NingHu Gao MTN003	100.00	1.79%	13 February 2025	3 years	1.79%	1,100,000,000.00	-	1,099,670,000.00	17,316,410.95	95,018.79	-	1,117,081,429.74	17,316,410.95	N
25 NingHu Gao MTN004	100.00	1.84%	21 April 2025	3 years	1.84%	1,400,000,000.00	-	1,398,180,000.00	17,926,136.99	414,314.72	-	1,416,520,451.71	17,926,136.99	N
21NingHu G1 (Note)	100.00	3.70%	2 February 2021	3+2 years	2.93%	1,000,000,000.00	1,026,031,550.93	-	29,300,000.00	643,118.89	29,300,000.00	1,026,674,669.82	1,026,674,669.82	N
22NingHu G1	100.00	2.90%	20 April 2022	3 years	2.90%	1,000,000,000.00	1,020,032,208.80	-	8,660,273.98	-	1,028,692,482.78	-	-	N
22NingHu G2	100.00	2.55%	23 August 2022	3 years	2.55%	500,000,000.00	504,247,043.08	-	8,173,972.60	-	512,421,015.68	-	-	N
G22NingHu 1	100.00	2.58%	24 October 2022	3 years	2.58%	700,000,000.00	702,831,303.04	-	14,645,917.81	-	717,477,220.85	-	-	N
22NingHu G3	100.00	2.95%	29 November 2022	3 years	2.95%	500,000,000.00	500,865,009.36	-	13,416,438.35	-	514,281,447.71	-	-	N
25 NingHu G1	100.00	1.88%	19 February 2025	5 years	1.88%	500,000,000.00	-	499,350,000.00	8,241,095.87	109,706.65	-	507,700,802.52	8,241,095.87	N
25 NingHu G2	100.00	1.86%	25 August 2025	3 years	1.86%	1,000,000,000.00	-	998,700,000.00	6,879,452.05	157,259.16	-	1,005,736,711.21	6,879,452.05	N
25 NingHu G3	100.00	1.87%	31 October 2025	3 years	1.87%	500,000,000.00	-	499,350,000.00	1,665,068.49	37,854.92	-	501,052,923.41	1,665,068.49	N
Total						13,200,000,000.00	7,288,498,388.02	5,994,200,000.00	232,038,328.73	1,687,853.17	6,415,977,056.28	7,100,447,513.64	1,105,202,779.36	

Note: On 2 February 2021, the Company issued debenture with a total face value of one billion yuan for maturity period of five years, with the option of the issuer to adjust the coupon rate and the option of investors to sell back at the end of the third year of the bond duration. On 2 February 2024, the Company adjusted the coupon rate of the bond for the next two years to 2.93%, and some investors exercised the selling back option.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

35. Lease liabilities

Item	Note	2025	2024
Long-term lease liabilities		35,616,811.04	23,045,397.51
Less: lease liabilities due within one year	V.31	5,774,146.70	6,586,106.60
Total		29,842,664.34	16,459,290.91

For the Group's specific arrangements relating to leasing activities, refer to Note V.62.

36. Long-term payables

Item	2025	2024
Long-term payables for right to use sea areas	67,984,142.52	69,733,023.44
Less: Long-term payables due within one year (Note V.31)	1,829,329.44	1,748,880.92
Total	66,154,813.08	67,984,142.52

37. Deferred income

Item	Balance at the beginning of the year	Additions during the year	Reductions during the year	Balance at the end of the year	Reason for deferral
Government grant	49,487,132.49	90,245,460.00	12,011,321.87	127,721,270.62	Construction grants of Ningchang Expressway and subsidy for removal of provincial boundary toll station
Total	49,487,132.49	90,245,460.00	12,011,321.87	127,721,270.62	

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

38. Other non-current liabilities

Items	2025	2024
Interest-free loan	2,607,640,000.00	2,220,680,000.00
Total	2,607,640,000.00	2,220,680,000.00

39. Share capital

	Balance at the beginning of the year	Issuance of new shares	Bonus shares	Changes during the year Transfer from reserves	Others	Sub-total	Balance at the end of the year
Total shares	5,037,747,500.00	-	-	-	-	-	5,037,747,500.00

40. Capital reserve

Item	2025	2024
Share premium	4,061,508,338.00	4,061,508,338.00
Including: Capital contributed by investors	4,887,251,453.53	4,887,251,453.53
Considerations paid for business combinations involving enterprises under common control	(825,743,115.53)	(825,743,115.53)
Other capital reserves	5,764,006,724.76	5,760,699,524.43
Including: Share of capital reserve of the investee under the equity method	30,166,003.29	26,858,802.96
Contribution by holders of other equity instruments	6,483,769.61	6,483,769.61
Transfer from capital reserve under the previous accounting system	5,653,832,002.49	5,653,832,002.49
Difference arising from merging associates	73,524,949.37	73,524,949.37
Total	9,825,515,062.76	9,822,207,862.43

During the year, the movement in the Group's capital surplus represents the Specific reserve provided by the equity method of accounting for investees.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

41. Other comprehensive income

Item	Balance at the beginning of the year attributable to shareholders of the Company	Before-tax amount	Less: Previously recognized amount transferred to profit or loss	2025	Net-of-tax amount attributable to shareholders of the Company	Net-of-tax amount attributable to non-controlling interests	Balance at the end of the year attributable to shareholders of the Company
				Less: Income tax expense			
Items that will not be reclassified to profit or loss	3,681,269,308.78	920,552,800.88	-	(200,732,285.59)	719,820,514.79	46,173,186.84	4,401,089,823.57
Including: Other comprehensive income recognised under equity method	423,208,809.32	117,623,658.00	-	-	117,623,658.00	-	540,832,467.32
Changes in fair value of investments	3,258,060,499.46	802,929,142.38	-	(200,732,285.59)	602,196,856.79	46,173,186.84	3,860,257,356.25
in other equity instruments	4,051,299.46	(4,830,185.29)	-	-	(4,830,185.29)	-	(778,885.83)
Items that may be reclassified to profit or loss	4,051,299.46	(4,830,185.29)	-	-	(4,830,185.29)	-	(778,885.83)
Including: Other comprehensive income recognised under equity method	3,685,320,608.24	915,722,615.09	-	(200,732,285.59)	714,990,329.50	46,173,186.84	4,400,310,937.74

42. Specific reserve

Item	Balance at the beginning of the year	Additions during the year	Reductions during the year	Balance at the end of the year
Safety fund	3,470,406.59	7,456,437.72	5,292,115.80	5,634,728.51
Total	3,470,406.59	7,456,437.72	5,292,115.80	5,634,728.51

The increase in specific reserve during the year was the safety fund made by a subsidiary (Yunshan Green Energy) of the Company based on the Administrative Measures for the Accrual and Use of Expenses for Work Safety by Enterprises (Caizi [2022] No.136).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

43. Surplus reserve

Items	Balance at the beginning of the year	Additions during the year	Reductions during the year	Balance at the end of the year
Statutory surplus reserve	3,765,978,766.99	131,119,988.64	–	3,897,098,755.63
Discretionary surplus reserve	593,480,485.42	62,816,957.41	–	656,297,442.83
Total	4,359,459,252.41	193,936,946.05	–	4,553,396,198.46

According to “Company Law of the People’s Republic of China” and the Articles of the Company, the Company and its subsidiaries are required to transfer 10% of its net profit to the statutory surplus reserve. The transfer may be ceased if the balance of the statutory surplus reserve has reached 50% of the Company’s registered capital. Statutory surplus reserve can be used for making up losses, or to increase the capital after approval.

According to the articles of association and resolutions of the shareholders’ meeting of the subsidiary Guangjing Xicheng Company, Guangjing Xicheng Company has withdrawn arbitrary ‘surplus reserve’ of RMB62,816,957.41 (2024: RMB65,460,612.62) for this year.

44. Retained earnings

Items	Note	2025	2024
Retained earnings at the beginning of the year		15,688,590,021.99	13,285,818,750.47
Add: Net profits for the year attributable to shareholders of the Company		4,593,870,605.31	4,946,691,605.41
Less: Appropriation for statutory surplus reserve		131,119,988.64	110,718,396.27
Appropriation for discretionary surplus reserve		62,816,957.41	65,460,612.62
Dividends to ordinary shares	(1)	2,468,496,275.00	2,367,741,325.00
Retained earnings at the end of the year		17,620,027,406.25	15,688,590,021.99

(1) Dividends to ordinary shares during the year

Pursuant to the shareholders’ approval at the shareholders’ general meeting on 27 June 2025, a cash dividend of RMB0.49 per share (2024: RMB0.47 per share), totalling RMB2,468,496,275.00 (2024: RMB2,367,741,325.00), was declared and paid to the Company’s ordinary shareholders on 30 July 2025.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

45. Operating income and operating costs

(1) Operating income and operating costs

Items	Note	2025		2024	
		Income	Cost	Income	Cost
Principal activities		19,363,684,430.38	13,665,966,238.13	22,132,931,839.33	16,508,575,786.86
Other operating activities		925,515,327.37	522,045,068.80	1,065,272,575.25	592,425,735.76
Total		20,289,199,757.75	14,188,011,306.93	23,198,204,414.58	17,101,001,522.62
Including: revenue from contracts with customers	V.45(2)	20,041,148,415.82	13,971,457,750.97	22,930,744,693.17	16,850,787,076.98
Rental income		248,051,341.93	216,553,555.96	267,459,721.41	250,214,445.64

(2) Disaggregation of revenue from contracts with customers

Type of contract By type of goods or services	2025		2024	
	Income	Cost	Income	Cost
Toll road income				
Construction income	9,555,300,530.70	3,797,857,547.32	9,527,503,112.27	3,862,430,546.17
Ancillary services income	8,155,596,885.88	8,155,596,885.88	10,865,953,803.87	10,865,953,803.87
Real estate income	1,464,250,787.27	1,503,671,032.75	1,534,320,574.88	1,538,864,535.77
Real estate income	42,614,861.67	490,984.86	143,249,079.98	68,173,756.12
Advertising and others income	685,134,055.48	361,789,057.49	719,730,356.19	354,592,590.08
Advertising and others income	138,251,294.82	152,052,242.67	139,987,765.98	160,771,844.97
By timing of transferring goods or services	20,041,148,415.82	13,971,457,750.97	22,930,744,693.17	16,850,787,076.98
Revenue recognized at a point in time				
Revenue recognized over time	11,790,956,995.43	5,747,484,608.50	11,976,084,711.29	5,906,922,718.11
Total	8,250,191,420.39	8,223,973,142.47	10,954,659,981.88	10,943,864,358.87
Type of contract	20,041,148,415.82	13,971,457,750.97	22,930,744,693.17	16,850,787,076.98

(3) Information related to transaction price allocated to the remaining performance obligations

At the end of the reporting period, the amount of income corresponding to the performance obligation which have been signed but have not been performed or have not been completed is RMB6,796,539.94 (2024: RMB29,162,546.02), which refers to the transaction price of the real estate sales contract that has not met the agreed delivery conditions, which is expected to be recognised in 2026.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

46. Taxes and surcharges

Items	2025	2024
Land appreciation tax	(3,895,074.78)	23,102,398.10
City maintenance and construction tax	20,445,993.98	16,691,656.81
Education surcharges	14,787,158.73	20,854,061.26
Property tax	41,020,059.92	39,777,036.06
Land use tax	12,114,241.36	11,693,728.27
Others	4,187,751.26	7,322,633.02
Total	88,660,130.47	119,441,513.52

47. Selling and distribution expenses

Items	2025	2024
Staff costs	1,985,574.14	2,146,869.36
Commission fee for agent of real estate sales	1,448,437.34	1,412,508.90
Entrusted management fee	1,028,872.94	1,013,074.97
Property management fee	343,602.15	481,640.75
Advertisement and promotion fee	294,046.09	64,553.48
Business entertainment expenses	94,796.29	120,788.07
Depreciation	987.00	987.00
Others	550,395.77	703,232.29
Total	5,746,711.72	5,943,654.82

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

48. General and administrative expenses

Items	2025	2024
Staff costs	118,119,882.16	125,819,598.68
Depreciation and amortisation	76,428,437.75	77,595,187.41
Consulting and intermediary service fee	29,954,272.86	40,560,709.22
Property management fee	9,573,046.36	9,174,926.91
Rental fee	5,698,453.13	6,756,570.34
Entrusted management fee	4,467,866.73	6,063,557.61
Labor outsourcing fees	4,043,343.81	2,211,225.49
Audit fee	3,460,000.00	3,460,000.00
Vehicle related expenses	1,997,252.94	1,946,049.47
Publicity expenses for the Party	1,637,812.37	3,878,812.34
Others	26,670,755.70	21,138,230.32
Total	282,051,123.81	298,604,867.79

49. Research and development expenses

Item	2025	2024
Depreciation	91,823.92	–

50. Financial expenses

Items	2025	2024
Interest expenses from loans and payables	875,076,869.50	1,048,917,146.47
Interest expenses from lease liabilities	889,144.43	1,018,027.66
Less: Borrowing costs capitalised	36,971,150.54	86,451,685.05
Interest income from deposits and receivables	13,711,198.11	20,903,479.85
Net exchange losses	987,572.77	5,785,116.92
Bond issuance fee and commission charges for other loans	2,927,073.63	5,350,592.16
Other financial expenses	2,988,915.38	2,944,461.00
Total	832,187,227.06	956,660,179.31

The interest rate per annum, at which the borrowing costs were capitalised by the Group, was 1.70% – 2.92% (2024: 1.80% – 3.15%) for the year.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

51. Other income

Items	2025	2024
Government grants	65,760,046.31	15,400,294.99
Others	1,139,648.41	155,881.24
Total	66,899,694.72	15,556,176.23

52. Investment income

Items	2025	2024
Investment income from long-term equity investments accounted for using the equity method	789,571,263.88	907,146,375.29
Investment income from financial assets held for trading during the holding period	51,978,422.85	86,457,650.62
Investment income from other non-current financial assets during the holding period	62,793,457.92	73,866,344.38
Investment income from other equity instruments during the holding period	350,260,089.52	712,496,314.96
Total	1,254,603,234.17	1,779,966,685.25

53. Losses from changes in fair value

Items	2025	2024
Financial assets held for trading	17,646,941.12	1,279,923.20
Other non-current financial assets	(59,268,290.69)	(150,978,564.06)
Total	(41,621,349.57)	(149,698,640.86)

54. Credit losses

Items	2025	2024
Accounts receivable	32,031,579.17	25,108,638.21
Other receivables	–	(15,026,756.10)
Total	32,031,579.17	10,081,882.11

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

55. Impairment losses

Items	2025	2024
Fixed Assets	–	23,639,367.06

56. (Losses)/Gains from asset disposals

Items	2025	2024
(Losses)/Gains from disposal of fixed assets	(361,294.49)	11,543,178.34

57. Non-operating income and non-operating expenses

(1) Non-operating income by item is as follows:

Items	2025	2024	Amount recognised in extraordinary gain and loss in 2025
Income from highway property compensation	8,289,036.14	8,976,860.12	8,289,036.14
Others	3,341,806.46	2,960,862.80	3,341,806.46
Total	11,630,842.60	11,937,722.92	11,630,842.60

(2) Non-operating expenses

Items	2025	2024	Amount recognised in extraordinary gain and loss in 2025
Expenditure for repair of damaged highway property	27,913,655.76	25,984,779.17	27,913,655.76
Losses on retirement of fixed assets	13,548,958.92	3,640,310.87	13,548,958.92
Non-profit donations	2,400,000.00	2,362,555.15	2,400,000.00
Others	2,136,629.91	3,323,531.59	2,136,629.91
Total	45,999,244.59	35,311,176.78	45,999,244.59

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

58. Income tax expenses

Items	Note	2025	2024
Current tax expense for the year based on tax law and regulations		1,262,357,649.26	1,185,633,323.12
Changes in deferred tax	(1)	(16,482,871.80)	(46,207,422.46)
Tax filing differences for prior year		38,278,703.75	6,992,410.25
Total		1,284,153,481.21	1,146,418,310.91

(1) The analysis of changes in deferred tax is set out below:

Item	2025	2024
Origination and reversal of temporary differences	(16,482,871.80)	(46,207,422.46)

(2) Reconciliation between income tax expenses and accounting profit:

Item	2025	2024
Profits before taxation	6,105,571,737.51	6,316,825,372.45
Expected income tax expenses at tax rate of 25%	1,526,392,934.38	1,579,206,343.11
Tax filing differences for prior year	38,278,703.75	6,992,410.25
Effect of non-taxable income	(300,656,202.84)	(427,530,509.20)
Effect of non-deductible costs, expense and losses	60,362,945.67	53,757,725.56
Effect of using the deductible losses for which no deferred tax asset was recognised	(26,953,249.82)	(51,185,293.35)
in previous periods	71,687,422.38	43,699,317.05
Effect of deductible temporary differences or deductible losses for which no deferred tax	(99,465,650.17)	(70,099,898.13)
	14,506,577.86	11,578,215.62
	1,284,153,481.21	1,146,418,310.91

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

59. Basic earnings per share and diluted earnings per share

(1) Basic earnings per share

Basic earnings per share is calculated as dividing consolidated net profit attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding:

	2025	2024
Consolidated net profit attributable to ordinary shareholders of the Company	4,593,870,605.31	4,946,691,605.41
Weighted average number of ordinary	5,037,747,500.00	5,037,747,500.00
	0.9119	0.9819

Weighted average number of ordinary shares is calculated as follows:

	2025	2024
Issued ordinary shares at the beginning of the year	5,037,747,500.00	5,037,747,500.00
Weighted average number of ordinary shares	5,037,747,500.00	5,037,747,500.00

(2) Diluted earnings per share

There are no dilutive underlying common shares in the Company during the reporting period and diluted earnings per share are the same as basic earnings per share.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

60. Supplementary information on income statement

Item	2025	2024
Operating income	20,289,199,757.75	23,198,204,414.58
Less: Payroll	1,432,880,987.75	1,420,688,654.09
Depreciation and amortisation expenses	2,609,392,955.72	2,547,864,908.90
Toll related expenses	197,342,792.46	222,541,997.83
Road maintenance expenses	422,492,280.57	582,531,700.79
System maintenance expenses	133,490,260.89	99,977,692.89
Construction services expenses	8,155,596,885.88	10,865,953,803.87
Real estate development land and construction cost	490,984.86	68,173,756.12
Petroleum in the service zone	1,225,167,044.42	1,352,513,849.63
Catering cost in the service zone	1,992,548.46	2,790,529.70
Taxes and surcharges	88,660,130.47	119,441,513.52
Financial expenses	832,187,227.06	956,660,179.31
Credit losses	32,031,579.17	10,081,882.11
Impairment losses	-	23,639,367.06
Others	297,054,225.37	242,513,151.41
Add: Other income	66,899,694.72	15,556,176.23
Investment income	1,254,603,234.17	1,779,966,685.25
Losses from changes in fair value	(41,621,349.57)	(149,698,640.86)
(Losses)/Gains from asset disposals	(361,294.49)	11,543,178.34
Operating profit	6,139,940,139.50	6,340,198,826.31

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

61. Cash flow statement

(1) Proceeds relating to other operating activities:

Item	2025	2024
Changes in cash with restricted usage	14,889,724.81	7,573,859.41
Receipts from government grants and non-operating income etc.	196,140,530.20	13,685,775.79
Receipts from interest income of bank deposit	13,711,198.11	17,020,821.72
Total	224,741,453.12	38,280,456.92

(2) Payments relating to other operating activities:

Item	2025	2024
Payment of non-salary and other expenditure	194,470,372.34	131,776,786.30
Payment of project funds on behalf	12,923,040.70	35,198,869.30
Total	207,393,413.04	166,975,655.60

(3) Payments relating to other financing activities:

Item	2025	2024
Bond issue fee and other charges of loans	2,927,073.63	5,350,592.16

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

62. Supplementary information for the cash flow statement

(1) Supplementary information for the cash flow statement

a. Reconciliation of net profit to cash flows from operating activities:

Item	2025	2024
Net profit	4,821,418,256.30	5,170,407,061.54
Add: Provisions for impairment of assets	–	23,639,367.06
Impairment of credit assets	32,031,579.17	10,081,882.11
Depreciation of fixed assets	753,601,110.49	695,033,300.06
Amortisation of intangible assets	1,822,506,817.82	1,826,940,269.71
Amortisation of long-term deferred expenses	11,007,955.03	7,102,277.06
Depreciation of ROU assets	8,853,221.51	9,075,072.52
Amortisation of investment properties	13,423,850.87	9,713,989.55
Amortisation of deferred income	(12,011,321.87)	(12,280,295.25)
Losses/(Gains) from asset disposals	361,294.49	(11,543,178.34)
Losses from retirement of fixed assets	13,548,958.92	3,640,310.87
Losses from changes in fair value	41,621,349.57	149,698,640.86
Financial expenses	841,921,937.02	974,486,838.43
Investment income	(1,254,603,234.17)	(1,779,966,685.25)
Increase in deferred tax assets	(196,329.00)	(4,993,284.73)
Decrease in deferred tax liabilities	(16,286,542.80)	(41,214,137.73)
Decrease in gross inventories	123,318,003.22	238,705,176.41
Increase in operating receivables	(268,498,012.48)	(152,594,837.23)
Decrease in operating payables	(185,269,870.55)	(807,303,193.52)
Decrease in restricted monetary funds	14,889,724.81	7,573,859.41
Net cash flow from operating activities	6,761,638,748.35	6,316,202,433.54

b. Net changes in cash and cash equivalents:

Item	2025	2024
Cash and cash equivalents at the end of the year	605,164,768.62	843,486,285.67
Less: Cash and cash equivalents at the beginning of the year	843,486,285.67	833,603,529.89
Net (decrease)/increase in cash and cash equivalents	(238,321,517.05)	9,882,755.78

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

62. Supplementary information for the cash flow statement (Continued)

(2) Details of cash and cash equivalents

Item	2025	2024
Cash and cash equivalents	527,689,856.62	831,146,499.61
Including: Cash on hand	36,086.42	46,910.46
Bank deposits available on demand	525,728,154.40	829,978,294.59
Other monetary funds available on demand	1,925,615.80	1,121,294.56
Cash equivalents	77,474,912.00	12,339,786.06
Including : 7-day Notice Deposit	5,500,000.00	777,974.58
Time deposits due within three months	71,974,912.00	11,561,811.48
Closing balance of cash and cash equivalents	605,164,768.62	843,486,285.67

(3) Restricted monetary funds presented as cash and cash equivalents

Items	2025	2024	Rationale
Cash deposited in the finance company	–	13,965,000.00	Note Margin
Other monetary funds	5,500,000.00	–	Note Margin
Deposits with banks	593,959.95	7,018,684.76	Litigation, Business Freeze

63. Leases

(1) As a lessee

Item	2025	2024
Short-term lease expenses applied the practical expedient	7,307,559.11	6,280,482.42
Variable lease payments not included in the measurement of lease liabilities	2,383,114.10	2,412,368.00
Total cash outflow for leases	18,414,489.03	19,192,007.31

(a) Short-term leases

Some of the Group's subsidiaries lease houses and buildings for its office space for a term of less than one year. These leases are short-term, and the Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

V. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

63. Leases

(2) As a lessor

Operating lease

Item	2025	2024
Lease income	248,051,341.93	267,459,721.41
Including: Income relating to variable lease payments not included in lease receipts	47,609,921.80	49,821,771.35

The Group mainly leases some houses and buildings in the service zone along the expressway, the lease term is subject to the actually signed contract. The lessee guarantees the residual value of the leased assets at the end of the lease term. The Group has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

The undiscounted lease receipts to be received after the balance sheet date are as follows:

Item	2025	2024
Within 1 year (inclusive)	125,228,288.52	155,361,751.57
Over 1 year but within 2 years (inclusive)	110,538,717.36	113,986,327.27
Over 2 years but within 3 years (inclusive)	85,229,545.98	26,304,928.18
Over 3 years but within 4 years (inclusive)	79,006,838.69	8,597,576.23
Over 4 years but within 5 years (inclusive)	50,573,351.48	14,102,170.27
Over 5 years	24,410,504.02	18,735,941.29
Total	474,987,246.05	337,088,694.81

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VI. CHANGE OF CONSOLIDATION SCOPE

1 Other reasons for change of consolidation scope

(1) Establishment of subsidiaries

The Group incorporated 2 new subsidiaries into the consolidation scope this year:

Name of the subsidiary	Basis for determining formation or loss of control
Sujiakong Wind Power (Siyang) Co., Ltd. ("Siyang Company")	Holding subsidiary

(2) Clearing subsidiaries

Name of the subsidiary	Logout Date	Reason for no longer becoming a subsidiary
Ninghu Real Estate (Suzhou) Co., Ltd	26 March 2025	cancellation
Wuxi Jingcheng Advertising Co., Ltd	8 July 2025	cancellation

VII. INTERESTS IN OTHER ENTITIES

1. Interests in subsidiaries

(1) Composition of the Group

Name of the subsidiary	Principal place of business	Registration place	Business nature	Registered capital	Shareholding percentage (%)		Acquisition method
					Direct	Indirect	
Jinagsu Ninghu Investment Development Co., Ltd. ("Ninghu Investment Company")	Nanjing	Nanjing	Investment and services	RMB2,140,000,000.00	100	–	Set-up
Jinagsu Ninghu Properties Co., Ltd. ("Ninghu Properties Company")	Nanjing, Zhenjiang	Nanjing	Real estate	RMB500,000,000.00	100	–	Set-up
Nanjing Hanwei Property Development Company Limited ("Hanwei Company")	Nanjing	Nanjing	Real estate	RMB290,000,000.00	100	–	Business combination involving entities not under common control
Jiangsu Yangtze Commerce and Energy Co., Ltd. ("Yangtze Commerce and Energy Company")	Nanjing	Nanjing	Operation of service zone	RMB100,000,000.00	100	–	Set-up
Jiangsu Yangtze River Expressway Management Co., Ltd. ("Yangtze River Management")	Wuxi	Nanjing	Operation of expressway	RMB50,000,000.00	100	–	Set-up
Ninghu International Company	Hong Kong SAR	Hong Kong SAR	Investment	USD113,176.86	100	–	Set-up
Yunshan Green Energy	Nanjing	Nanjing	Clean energy power generation	RMB2,000,000,000.00	100	–	Business combination involving entities under common control

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

1. Interests in subsidiaries (Continued)

(1) Composition of the Group (Continued)

Name of the subsidiary	Principal place of business	Registration place	Business nature	Registered capital	Shareholding percentage (%)		Acquisition method
					Direct	Indirect	
Guangjing Xicheng Company	Wuxi	Nanjing	Operation of expressway	RMB2,982,002,686.00	85	–	Set-up
Zhendan Company	Zhenjiang	Nanjing	Operation of expressway	RMB605,590,000.00	70	–	Set-up
Wufengshan Bridge	Zhenjiang, Yangzhou	Zhenjiang	Operation of expressway	RMB4,826,350,000.00	64.5	–	Set-up
Jiangsu Longtan Bridge Co., Ltd. ("Longtan Bridge")	Nanjing	Nanjing	Operation of expressway	RMB5,993,860,000.00	63.8	–	Set-up
Ninghu Properties (Kunshan) Co., Ltd. ("Kunshan Properties")	Kunshan	Kunshan	Real estate	RMB200,000,000.00	–	100	Set-up
Kunshan Fengyuan	Kunshan	Kunshan	Real estate	RMB9,000,000.00	–	100	Set-up
Jiangsu Tongcheng Times Property Management Co., Ltd. ("Tongcheng Property Management")	Kunshan	Kunshan	Property management	RMB3,000,000.00	–	100	Set-up
Xuzhou Clean Energy	Xuzhou	Xuzhou	Clean energy power generation	RMB6,900,000.00	–	100	Business combination involving entities under common control
Tongshan Clean Energy	Tongshan	Tongshan	Clean energy power generation	RMB15,150,000.00	–	100	Business combination involving entities under common control
Jiangsu Communications Holding New Energy Technology Fengxian Co., Ltd. ("Fengxian New Energy")	Fengxian	Fengxian	Technology promotion and application services	RMB32,600,000.00	–	100	Business combination involving entities under common control
Agricultural Technology	Fengxian	Fengxian	Agriculture	RMB1,000,000.00	–	100	Business combination involving entities under common control
Jiangsu Communications Holding Clean Energy Jiangsu Co., Ltd. ("Jiangsu Clean Energy")	Nanjing	Nanjing	Clean energy power generation	RMB100,000,000.00	–	100	Business combination involving entities under common control

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

1. Interests in subsidiaries (Continued)

(1) Composition of the Group (Continued)

Name of the subsidiary	Principal place of business	Registration place	Business nature	Registered capital	Shareholding percentage (%)		Acquisition method
					Direct	Indirect	
Liyang Youke	Liyang	Liyang	Clean energy power generation, technology promotion and application services	RMB10,000,000.00	–	90	Business combination involving entities under common control
Yancheng Yunshan	Yancheng	Yancheng	Clean energy power generation	RMB54,000,000.00	–	80	Business combination involving entities under common control
Rudong Company	Nantong	Nantong	Clean energy power generation	RMB1,391,000,000.00	–	72	Business combination involving entities under common control
Fengxian Renewable Energy	Nantong	Nantong	Clean energy power generation	RMB49,230,000.00	–	70	Business combination involving entities under common control
Jintan Heyi	Changzhou	Changzhou	Clean energy power generation	RMB20,000,000.00	–	70	Business combination involving entities under common control
Suqian Clean Energy	Suqian	Suqian	Clean energy power generation	RMB20,000,000.00	–	65	Set-up
Siyang Company	Siyang	Siyang	Clean energy power generation	RMB180,000,000.00	–	55	Set-up
Jiangsu Yichang Expressway Company Limited ("Yichang Company")	Yixing, Changxing	Yixing	Operation of expressway	RMB1,591,480,880.00	–	60	Set-up
Jiangsu Changyi Expressway Company Limited ("Changyi Company")	Changzhou, Yixing	Wuxi	Operation of expressway	RMB1,519,846,000.00	–	60	Set-up
Jiangsu Xitai Expressway Co., Ltd. ("Xitai Company") (Note)	Wuxi · Taicang	Wuxi	Operation of expressway	RMB6,500,000,000.00	47.5	–	Set-up
Danjin Company	Danyang, Jintan	Changzhou	Operation of expressway	RMB1,704,000,000.00	74.6	–	Set-up

Note: The 12th meeting of the 11th Board of the Company has decided to increase the capital of the Company to Xitai Company by RMB2,497,047,800 and the Company signed a capital increase agreement with Xitai Company and its other existing shareholders on October 29, 2025. After the capital increase, the shareholding ratio of the Company has increased from 50.0% to 47.5%. Therefore, the management of the Company believes that the Company has actual control over Xitai Company, so it adopts the cost method to calculate its long-term equity investments.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

1. Interests in subsidiaries (Continued)

(2) Material non-wholly owned subsidiaries

	Proportion of ownership interest held by non-controlling interests	Profit or loss allocated to non-controlling interests during the year	Dividend declared to non-controlling shareholders during the year	Balance of non-controlling interests at the end of the year
Longtan Bridge	36.2%	(52,261,508.16)	–	2,504,658,686.41
Changyi Company	40.0%	(24,147,219.52)	–	462,949,064.84
Yichang Company	40.0%	(21,342,512.56)	–	521,598,506.75
Wufengshan Bridge	35.5%	198,752,936.63	59,726,600.00	2,050,530,962.11
Rudong Company	28.0%	35,003,727.42	–	560,594,693.25
Guangjing Xicheng Company	15.0%	100,618,136.13	38,814,292.66	1,642,854,014.27
Xitai Company	52.5%	201,185.63	–	4,261,357,031.47
Danjin Company	25.4%	–	–	1,330,530,000.00

(3) Key financial information about material non-wholly owned subsidiaries

Significant financial Information	Guangjing Xicheng Company		Wufengshan Bridge	
	2025	2024	2025	2024
Current assets	176,936,031.51	314,653,618.38	553,228,319.67	699,605,059.57
Non-current assets	20,185,361,540.49	16,175,070,283.14	11,132,716,131.05	11,519,135,034.38
Total assets	20,362,297,572.00	16,489,723,901.52	11,685,944,450.72	12,218,740,093.95
Current Liabilities	1,962,722,747.12	1,911,906,781.31	617,020,465.03	2,293,631,764.92
Non-current liabilities	6,444,241,926.57	4,447,922,416.71	5,292,852,000.00	4,708,888,000.00
Total liabilities	8,406,964,673.69	6,359,829,198.02	5,909,872,465.03	7,002,519,764.92
Operating income	5,606,333,632.95	2,743,275,338.39	1,330,490,386.82	1,063,282,885.59
Net profits/(losses) attributable to the Company	670,787,574.20	698,029,947.12	559,851,656.66	387,233,051.20
Total comprehensive income	978,608,819.83	825,397,808.39	559,851,656.66	387,233,051.20
Cash flows from operating activities	954,005,463.06	1,004,952,191.02	1,185,585,010.60	984,646,662.00

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

1. Interests in subsidiaries (Continued)

(3) Key financial information about material non-wholly owned subsidiaries (Continued)

Significant financial Information	Changyi Company		Yichang Company	
	2025	2024	2025	2024
Current assets	50,503,019.91	15,296,751.14	9,592,705.80	9,708,434.97
Non-current assets	3,024,093,945.59	3,189,812,347.59	3,098,619,752.53	3,215,833,495.12
Total assets	3,074,596,965.50	3,205,109,098.73	3,108,212,458.33	3,225,541,930.09
Current Liabilities	88,182,888.33	1,922,946,093.71	116,005,106.51	297,196,807.44
Non-current liabilities	1,828,952,500.00	4,447,922,416.71	1,688,300,000.00	1,571,140,000.00
Total liabilities	1,917,135,388.33	6,370,868,510.42	1,804,305,106.51	1,868,336,807.44
Operating income	126,308,890.36	125,316,553.78	125,151,215.92	129,520,480.15
Net profits/(losses) attributable to the Company	(60,368,048.80)	(72,582,110.80)	(53,356,281.40)	(49,718,361.02)
Total comprehensive income	(60,368,048.80)	(72,582,110.80)	(53,356,281.40)	(49,718,361.02)
Cash flows from operating activities	99,162,806.65	98,283,265.57	90,381,813.45	88,495,399.30

Significant financial Information	Longtan Bridge (Note)		Rudong Company	
	2025	2024	2025	2024
Current assets	41,490,370.65	140,928,164.98	1,566,442,116.69	1,258,001,186.29
Non-current assets	10,301,818,503.51	8,905,036,406.81	3,636,230,661.10	3,833,002,437.20
Total assets	10,343,308,874.16	9,045,964,571.79	5,202,672,777.79	5,091,003,623.49
Current Liabilities	1,057,787,177.50	279,095,383.13	427,222,687.87	756,067,669.64
Non-current liabilities	3,416,015,000.00	2,774,887,500.00	2,773,309,813.08	2,458,344,074.02
Total liabilities	4,473,802,177.50	3,053,982,883.13	3,200,532,500.95	3,214,411,743.66
Operating income	1,065,669,176.74	2,017,577,912.45	553,106,243.49	590,990,239.68
Net profits/(losses) attributable to the Company	(122,474,992.00)	(3,104,352.48)	125,013,312.21	148,436,498.16
Total comprehensive income	(122,474,992.00)	(3,104,352.48)	125,013,312.21	148,436,498.16
Cash flows from operating activities	26,549,201.16	(1,779,665.17)	140,685,561.12	165,802,409.42

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

1. Interests in subsidiaries (Continued)

(3) Key financial information about material non-wholly owned subsidiaries (Continued)

Significant financial Information	Xitai Company		Danjin Company	
	2025	2024	2025	2024
Current assets	206,406.12	419,640,251.70	50,450.08	–
Non-current assets	7,510,822,372.86	6,065,812,702.00	3,288,764,931.86	1,704,000,000.00
Total assets	7,511,028,778.98	6,485,452,953.70	3,288,815,381.94	1,704,000,000.00
Current Liabilities	253,052.05	104,775.02	1,010,458.10	–
Non-current liabilities	–	–	–	–
Total liabilities	253,052.05	104,775.02	1,010,458.10	–
Operating income	1,444,915,990.86	6,065,812,702.00	1,584,672,831.86	1,704,000,000.00
Net profits/(losses) attributable to the Company	402,371.25	(1,564,980.32)	(865,076.16)	–
Total comprehensive income	402,371.25	(1,564,980.32)	(865,076.16)	–
Cash flows from operating activities	(82,205.91)	(1,517,323.27)	(857,449.92)	–

2. Interests in joint ventures or associates

Item	2025	2024
Joint ventures		
– Immaterial joint ventures	13,036,769.98	13,334,628.22
Associates		
– Material associates	11,279,006,605.11	10,625,653,246.94
– Immaterial associates	2,230,436,687.03	2,117,761,702.76
Sub-total	13,509,443,292.14	12,743,414,949.70
Less: Provision for impairment	–	–
Total	13,522,480,062.12	12,756,749,577.92

(1) Material associates:

Name of associates of business	Principal place of business	Registered place	Nature	Shareholding percentage		Accounting treatment of investments in associates	Registered capital	Strategic to the Group's activities
				Direct	Indirect			
Yangtze Bridge Company	Nanjing	Nanjing	Operation of expressway	26.66	–	Equity method	2,137,248,000	Yes
Suzhou Expressway Management	Suzhou	Suzhou	Operation of expressway	23.86	–	Equity method	2,543,392,900	Yes
Zijin Trust	Nanjing	Nanjing	Trust	20.00	–	Equity method	3,271,075,500	Yes
Yanjiang Company	Nanjing	Nanjing	Operation of expressway	–	25.15	Equity method	3,976,453,400	Yes

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

2. Interests in joint ventures or associates (Continued)

(2) Key financial information of material associates:

The following table sets out the key financial information of the Group's material associates, adjusted for fair value adjustments at the time of acquisition and any differences in accounting policies of the Group. The table also reconciles the key financial information to the carrying amount of the Group's investments in the associates when using the equity method:

	Yanjiang Company		Yangtze Bridge Company		Suzhou Expressway Management		Zijin Trust		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Current assets	910,307,064.22	5,557,485,209.26	1,208,333,207.73	645,435,827.57	4,584,586,881.32	4,022,140,345.52	9,384,825,812.70	10,006,521,491.91	16,088,052,965.97	20,231,582,874.26
Non-current assets	19,858,283,538.03	13,963,710,829.13	38,584,826,472.04	35,915,616,571.59	10,607,219,707.93	11,066,515,912.08	4,518,644,551.52	2,391,816,663.34	73,568,974,269.52	63,337,659,976.14
Total assets	20,768,590,602.25	19,521,196,038.39	39,793,159,679.77	36,561,052,399.16	15,191,806,589.25	15,088,656,257.60	13,903,470,364.22	12,398,338,155.25	89,657,027,235.49	83,569,242,850.40
Current liabilities	454,200,555.02	464,199,096.05	1,756,909,090.21	3,615,254,176.25	3,430,750,010.57	2,581,154,135.89	2,448,104,000.65	2,045,090,742.78	8,089,963,656.45	8,705,698,150.97
Non-current liabilities	9,637,274,600.13	8,403,659,029.72	17,207,420,906.26	13,765,160,626.94	1,740,690,803.12	3,202,347,412.85	415,998,748.19	423,972,396.47	29,001,385,057.70	25,795,139,465.98
Total liabilities	10,091,475,155.15	8,867,858,125.77	18,964,329,996.47	17,380,414,803.19	5,171,440,813.69	5,783,501,548.74	2,864,102,748.84	2,469,063,139.25	37,091,348,714.15	34,500,837,616.95
Net assets	10,677,115,447.10	10,653,337,912.62	20,828,829,683.30	19,180,637,595.97	10,020,365,775.56	9,305,154,708.86	11,039,367,615.38	9,929,275,016.00	52,565,678,521.34	49,068,405,233.45
Non-controlling interests	(30,420,342.07)	(27,081,510.17)	8,572,286,430.30	8,380,146,720.01	27,494,947.27	32,785,426.12	-	-	8,569,361,035.50	8,385,850,635.96
Equity attributable to shareholders of the Company	10,707,535,789.17	10,680,419,422.79	12,256,543,253.00	10,800,490,875.96	9,992,870,828.29	9,272,369,282.74	11,039,367,615.38	9,929,275,016.00	43,996,317,485.84	40,682,554,597.49
Group's share of net assets	2,955,279,877.81	2,947,795,760.69	3,267,594,431.25	2,879,410,867.53	2,384,332,813.90	2,291,247,543.40	2,165,328,399.80	2,000,727,992.97	10,772,535,522.76	10,119,182,164.59
Add: Goodwill derived from acquiring investments	13,173,081.00	13,173,081.00	53,174,434.00	53,174,434.00	27,211,243.38	27,211,243.38	412,912,323.97	412,912,323.97	506,471,082.35	506,471,082.35
Carrying amount of interests in associates	2,968,452,958.81	2,960,968,841.69	3,320,768,865.25	2,932,585,301.53	2,411,544,057.28	2,318,458,786.78	2,578,240,723.77	2,413,640,316.94	11,279,006,605.11	10,625,653,246.94
Operating income	6,861,472,266.85	5,270,388,240.39	4,750,426,667.51	3,823,933,800.15	2,177,299,320.80	1,916,789,247.22	1,800,135,033.37	1,849,674,145.25	15,589,333,288.53	12,860,785,433.01
Net profits attributable to the Company	27,116,366.38	358,627,135.36	1,140,045,649.53	1,284,767,966.80	619,007,392.99	587,066,292.25	1,107,862,960.58	1,041,111,516.11	2,894,032,369.48	3,271,572,910.52
Other comprehensive income	-	-	441,952,789.17	219,491,330.79	-	-	18,719,609.14	18,719,609.13	460,672,398.31	238,210,939.92
Total comprehensive income	27,116,366.38	358,627,135.36	1,581,998,438.70	1,504,259,297.59	619,007,392.99	587,066,292.25	1,126,582,569.72	1,059,831,125.24	3,354,704,767.79	3,509,783,850.44
Dividends received from associates during the year	-	-	34,190,139.60	34,190,139.60	54,620,883.00	54,620,883.00	52,142,000.00	47,270,000.00	140,953,022.60	136,081,022.60

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

VII. INTERESTS IN OTHER ENTITIES (CONTINUED)

2. Interests in joint ventures or associates (Continued)

(3) Summarised financial information of immaterial joint ventures and associates:

	2025	2024
Joint ventures:		
Aggregate carrying amount of investments	13,036,769.98	13,334,628.22
Aggregate amount of share of		
– Net profit	1,070,457.98	1,481,785.19
– Total comprehensive income	1,070,457.98	1,481,785.19
Associates:		
Aggregate carrying amount of investments	2,230,436,687.03	2,117,761,702.76
Aggregate amount of share of		
– Net profit	107,801,773.00	115,868,040.24
– Other comprehensive income	(200,955.59)	410,985.72
– Total comprehensive income	107,600,817.41	116,279,025.96

VIII. GOVERNMENT GRANTS

1. Details of government grants

Item	Beginning balance	Addition	Other income	Other movement	Ending balance	Asset related/ Gain related
Deferred income	18,083,619.83	–	1,365,077.12	–	16,718,542.71	Asset related
Deferred income	31,403,512.66	–	10,467,837.46	–	20,935,675.20	Asset related
Deferred income	–	90,245,460.00	178,407.29	–	90,067,052.71	Asset related
Other non-current liabilities	2,220,680,000.00	386,960,000.00	–	–	2,607,640,000.00	Gain related
Total	2,270,167,132.49	477,205,460.00	12,011,321.87	–	2,735,361,270.62	/

2. Government grants recognised in profit or loss

Item	2025	2024
Government grants related to assets	12,011,321.87	12,280,295.25
Government grants that compensate the Group for expenses or losses	53,748,724.44	3,119,999.74
Total	65,760,046.31	15,400,294.99

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

IX. RISK RELATED TO FINANCIAL INSTRUMENTS

Risks from use of financial instruments

The Group has exposure to the following main risks from its use of financial instruments in the normal course of the Group's operations:

- Credit risk
- Liquidity risk
- Interest rate risk
- Other price risks

The following mainly presents information about the Group's exposure to each of the above risks and their sources, their changes during the year, and the Group's objectives, policies and processes for measuring and managing risks, and their changes during the year.

The Group aims to seek appropriate balance between the risks and benefits from its use of financial instruments and to mitigate the adverse effects that the risks of financial instruments have on the Group's financial performance. Based on such objectives, the Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

1. Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Group's credit risk is primarily attributable to cash and cash at bank, bills receivable, accounts receivable, other receivables, long-term receivables disclosed in Notes V.1, 3, 4, 6 and 10, and the guarantee contract amount related to real estate sales disclosed in Note XIII "Contingencies". Exposures to these credit risks are monitored by management on an ongoing basis.

The cash at bank of the Group is mainly held with well-known financial institutions. Management does not foresee any significant credit risks from these deposits and does not expect that these financial institutions may default and cause losses to the Group.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the balance sheet. Except for the financial guarantees given by the Group as set out in Note XIII, the Group does not provide any other guarantees which would expose the Group to credit risk. The maximum exposure to credit risk in respect of these financial guarantees at the balance sheet date is disclosed in Note XIII.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer rather than the industry or country/region in which the customers operate. Therefore, significant concentrations of credit risk primarily arise when the Group has significant exposure to individual customers. As at the balance sheet date, 96.78% (2023: 93.53%) of total accounts receivable were due from the Group's five largest customers.

For details of accounts receivable, refer to Note V.4.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

IX. RISK RELATED TO FINANCIAL INSTRUMENTS (CONTINUED)

2. Liquidity risk

Liquidity risk is the risk that an enterprise will encounter difficulty in meeting obligations that are settled by delivering cash or another financial asset. The Company and its individual subsidiaries are responsible for their own cash management, including short-term investment of cash surpluses and the raising of loans to cover expected cash demands, subject to approval by the Company's board when the borrowings exceed certain predetermined levels of authority. The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash, readily realisable marketable securities and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

The following tables set out the remaining contractual maturities at the balance sheet date of the Group's financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the balance sheet date) and the earliest date the Group can be required to pay:

Item	2025 Contractual undiscounted cash flow				Total	Carrying amount at balance sheet date
	Within 1 year or demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years		
Short-term loans	510,521,095.89	-	-	-	510,521,095.89	500,298,915.78
Bills payable	3,763,410,581.34	-	-	-	3,763,410,581.34	3,763,410,581.34
Accounts payable	335,456,686.36	-	-	-	335,456,686.36	335,456,686.36
Other payables	3,828,393,701.37	-	-	-	3,828,393,701.37	3,820,406,408.00
Other current liabilities	1,993,162,742.20	1,328,843,188.16	5,322,085,767.76	16,845,365,878.75	25,489,457,576.87	21,273,362,065.59
Long-term loans (includes long-term loans due within one year)	1,260,605,205.48	110,130,000.00	6,073,919,095.89	-	7,444,654,301.37	7,100,447,513.64
Debentures payable (includes debentures payable due within one year)	7,076,473.67	5,990,971.09	15,270,543.95	15,730,037.19	44,068,025.90	35,616,811.04
Lease liabilities (includes lease liabilities due within one year)	4,956,600.00	4,956,600.00	14,869,800.00	85,088,300.00	109,871,300.00	67,984,142.52
Long-term payables (including long-term payables due within one year)	-	-	-	2,607,640,000.00	2,607,640,000.00	2,607,640,000.00
Other non-current liabilities	11,703,583,086.31	1,449,920,759.25	11,426,145,207.60	19,553,824,215.94	44,133,473,269.10	39,504,623,124.27

Item	2024 Contractual undiscounted cash flow				Total	Carrying amount at balance sheet date
	Within 1 year or demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years		
Short-term loans	409,573,698.63	-	-	-	409,573,698.63	400,281,112.00
Bills payable	279,300,000.00	-	-	-	279,300,000.00	279,300,000.00
Accounts payable	2,040,453,228.14	-	-	-	2,040,453,228.14	2,040,453,228.14
Other payables	318,013,740.95	-	-	-	318,013,740.95	318,013,740.95
Other current liabilities	4,141,577,786.30	-	-	-	4,141,577,786.30	4,129,347,189.00
Long-term loans (includes long-term loans due within one year)	2,922,757,552.30	2,149,966,524.62	4,561,541,787.20	17,172,216,791.78	26,806,482,655.90	21,750,953,241.18
Debentures payable (includes debentures payable due within one year)	6,592,571,150.68	1,003,243,835.62	-	-	7,595,814,986.30	7,288,498,388.02
Lease liabilities (includes lease liabilities due within one year)	7,415,421.05	2,742,502.87	4,613,140.40	14,943,610.54	29,714,674.86	23,045,397.51
Long-term payables (including long-term payables due within one year)	4,956,600.00	4,956,600.00	14,869,800.00	90,044,900.00	114,827,900.00	69,733,023.44
Other non-current liabilities	-	-	-	2,220,680,000.00	2,220,680,000.00	2,220,680,000.00
Total	16,716,619,178.05	3,160,909,463.11	4,581,024,727.60	19,497,885,302.32	43,956,438,671.08	38,520,305,320.24

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

IX. RISK RELATED TO FINANCIAL INSTRUMENTS (CONTINUED)

3. Interest risk

Interest-bearing financial instruments at variable rates and at fixed rates expose the Group to cash flow interest rate risk and fair value interest risk, respectively. The Group determines the appropriate weightings of the fixed and floating rate interest-bearing instruments based on the current market conditions and performs regular reviews and monitoring to achieve an appropriate mix of fixed and floating rate exposure.

(1) As at 31 December, the Group held the following interest-bearing financial instruments:

Fixed rate instruments:

Item	2025		2024	
	Effective interest rate	Amounts	Effective interest rate	Amounts
Financial assets				
– Cash at bank	0.02% – 2.15%	611,222,642.15	0.39% – 2.48%	864,423,059.97
– Long-term receivables (including long-term receivables due within one year)	3.65%	61,606,300.00	3.65%	121,436,854.80
Financial liabilities				
– Short-term loans	2.11%	(400,257,888.00)	2.30%	(400,281,112.00)
– Long-term loans (includes long-term loans due within one year)	2.00% – 3.45%	(4,522,866,398.85)	2.00% – 3.85%	(7,045,662,449.81)
– Debentures payable (includes Debentures payable due within one year)	1.77% – 2.93%	(7,100,447,513.64)	2.49% – 3.98%	(7,194,474,891.55)
– Lease liabilities (includes lease liabilities due within one year)	3.10% – 4.65%	(35,616,811.04)	3.10% – 4.65%	(23,045,397.51)
– Long-term payables (including long-term payables due within one year)	4.60%	(67,984,142.52)	4.60%	(69,733,023.44)
– Other current liabilities	1.48% – 1.63%	(3,820,406,408.00)	2.01% – 2.05%	(4,129,347,189.00)
Total		(15,274,750,219.90)		(17,876,684,148.54)

Variable rate instruments:

Item	2025		2024	
	Effective interest rate	Amounts	Effective interest rate	Amounts
Financial liabilities				
– Short-term loans	Floating interest rate based on LPR benchmark interest rate	(100,041,027.78)	–	–
– Long-term loans (includes long-term loans due within one year)	Floating interest rate based on LPR benchmark interest rate	(16,750,495,666.74)	Floating interest rate based on LPR benchmark interest rate	(14,705,290,791.37)
Total		(16,850,536,694.52)		(14,705,290,791.37)

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

IX. RISK RELATED TO FINANCIAL INSTRUMENTS (CONTINUED)

3. Interest risk

(2) Sensitivity analysis (Continued)

As at 31 December 2025, it is estimated that a general increase of 100 basis points in interest rates, with all other variables held constant, would decrease the Group's equity and net profit by RMB152,310,454.83 (2023: RMB135,444,449.).

The sensitivity analysis above indicates the instantaneous change in net profit and equity that would arise assuming that the change in interest rates had occurred at the balance sheet date and had been applied to re-measure those financial instruments held by the Group which expose the Group to fair value interest rate risk at the balance sheet date. In respect of the exposure to cash flow interest rate risk arising from floating rate non-derivative instruments held by the Group at the balance sheet date, the impact on net profit and equity of such a change in interest rates is estimated as an annualised impact on interest expense or income. The analysis is performed on the same basis for the previous year.

4. Other price risks

Other price risks include assets price risk and commodity price risk.

In order to avoid the risk of equity investment, the Group uses the stock capital to invest in some domestic listed companies with certain scale, competitive advantage and development potential through the securities market in accordance with the authorization of the board of directors of the Company. At the same time, the Group reasonably controls its investment scale and collectively studies on specific investment strategies based on the stock market and the management of target enterprises. On the other hand, the Group divides stock investment into other equity instrument investment in strict accordance with national laws and regulations and in combination with the Group's investment arrangement, and carries out targeted tracking management. For the stock investment divided into other equity instruments, the Group pay attention to the operation and development of the target company, and understand the operation and management of the company through attending its shareholders' meeting.

As at 31 December 2025, the value of held-for-trading financial assets and other non-current financial assets measured at fair value held by the Group was RMB3,677,710,905.11 (31 December 2024: RMB5,141,513,236.96), the value of other equity instruments was RMB10,932,768,947.00 (31 December 2024: RMB10,068,275,555.50). As at 31 December 2025, if the price of held-for-trading financial assets and other non-current financial assets measured at fair value held by the Group had increased or decreased by 1% and other variables remain unchanged, shareholders' equity or net profit of the Group would have been increased or decreased by RMB27,582,831.79 (31 December 2024: shareholders' equity or net profit of the Group would have been increased or decreased by RMB38,561,349.28); as at 31 December 2025, if the price of the other equity instruments had increased or decreased by 1% and other variables remain unchanged, shareholders' equity of the Group would have been increased or decreased by RMB81,995,767.10 (31 December 2024: shareholders' equity of the Group would have been increased or decreased by RMB75,512,066.67), no impact on net profit (31 December 2024: none).

The above sensitivity analysis assumes that the asset price changes on the balance sheet date, and the changed asset price is used to re-measure the other equity instruments held by the group and exposed to asset price risk on the balance sheet date. The above sensitivity analysis also assumes that the fair value of other equity instruments held by the group will change according to the correlation with relevant asset prices in the past, and will not be impaired due to the fluctuation of short-term asset prices. The analysis is performed on the same basis for the previous year.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

X. FAIR VALUE DISCLOSURE

The following table presents the fair value information and the fair value hierarchy, at the end of the current reporting period, of the Group's assets and liabilities which are measured at fair value at each balance sheet date on a recurring or non-recurring basis. The level in which fair value measurement is categorised is determined by the level of the fair value hierarchy of the lowest level input that is significant to the entire fair value measurement. The levels are defined as follows:

Level 1 inputs: unadjusted quoted prices in active markets that are observable at the measurement date for identical assets or liabilities;

Level 2 inputs: inputs other than Level 1 inputs that are either directly or indirectly observable for underlying assets or liabilities;

Level 3 inputs: inputs that are unobservable for underlying assets or liabilities.

1. Fair value of assets and liabilities measured at fair value at the end of the year

Item	Note	31 December 2025			
		Level 1 Fair value measurement	Level 2 Fair value measurement	Level 3 Fair value measurement	Level 1 Fair value measurement
Recurring fair value measurements					
Financial assets held for trading	V.2	45,869,064.94	1,795,000,000.00	-	1,840,869,064.94
Including: Fund investments		45,513,269.04	-	-	45,513,269.04
Stock investments		355,795.90	-	-	355,795.90
Financial products		-	1,795,000,000.00	-	1,795,000,000.00
Investments in other equity instruments	V.12	10,932,768,947.00	-	-	10,932,768,947.00
Other non-current financial assets	V.13	-	-	1,836,841,840.17	1,836,841,840.17
Including: Equity instruments		-	-	1,836,841,840.17	1,836,841,840.17
Total assets measured at fair value on a recurring basis		10,978,638,011.94	1,795,000,000.00	1,836,841,840.17	14,610,479,852.11

Item	Note	31 December 2024			
		Level 1 Fair value measurement	Level 2 Fair value measurement	Level 3 Fair value measurement	Level 1 Fair value measurement
Recurring fair value measurements					
Financial assets held for trading	V.2	27,896,595.47	3,094,000,000.00	-	3,121,896,595.47
Including: Fund investments		27,866,327.92	-	-	27,866,327.92
Stock investments		30,267.55	-	-	30,267.55
Financial products		-	3,094,000,000.00	-	3,094,000,000.00
Investments in other equity instruments	V.12	10,068,275,555.50	-	-	10,068,275,555.50
Other non-current financial assets	V.13	-	-	2,019,616,641.49	2,019,616,641.49
Including: Equity instruments		-	-	2,019,616,641.49	2,019,616,641.49
Total assets measured at fair value on a recurring basis		10,096,172,150.97	3,094,000,000.00	2,019,616,641.49	15,209,788,792.46

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

X. FAIR VALUE DISCLOSURE (CONTINUED)

2. Basis of determining the market price for recurring fair value measurements categorised within Level 1

Items in Level 1 fair value measurement on a recurring basis include held-for-trading financial assets-fund investment and stock investment and part of other equity instruments, whose fair values are the prices of similar items quoted at active market at the end of the period.

3. Valuation techniques used and the qualitative and quantitative information of key parameters for recurring fair value measurements categorised within Level 2

The fair value of the financial products measured at FVTPL are determined by discounted future cash flows method.

4. Valuation techniques used and the qualitative and quantitative information of key parameters for recurring fair value measurements categorised within Level 3

Non-current financial assets in Level 3 fair value measurements on recurring basis mainly include private equity fund shares held by the group. The group adopts valuation technology for fair value measurement, which is mainly calculated and recognized by market method.

5. Reconciliation from the opening balances to the closing balances, and sensitivity analysis on unobservable inputs for items measured at recurring Level 3 fair value measurements

(1) Reconciliation between carrying amount at the beginning of the year and that at the end of the year for items measured at recurring Level 3 fair value measurements

2025	Total gains for the year				Purchases, sales and settlements			Unrealised gains or losses for the year included in profit or loss for assets and liabilities held at the end of the year	
	Balance at the beginning of the year	Transfer out of Level 3	Included in profit or loss <i>Note</i>	Included in other comprehensive income <i>Note</i>	Purchases	Sales	Settlements	Balance at the end of the year	
Assets									
Other non-current financial assets	2,019,616,641.49	-	3,525,167.23	-	-	123,506,510.63	62,793,457.92	1,836,841,840.17	(59,268,290.69)
Including: Equity instruments	2,019,616,641.49	-	3,525,167.23	-	-	123,506,510.63	62,793,457.92	1,836,841,840.17	(59,268,290.69)
Total	2,019,616,641.49	-	3,525,167.23	-	-	123,506,510.63	62,793,457.92	1,836,841,840.17	(59,268,290.69)

2024	Total gains for the year				Purchases, sales and settlements			Unrealised gains or losses for the year included in profit or loss for assets and liabilities held at the end of the year	
	Balance at the beginning of the year	Transfer out of Level 3	Included in profit or loss <i>Note</i>	Included in other comprehensive income <i>Note</i>	Purchases	Sales	Settlements	Balance at the end of the year	
Assets									
Other non-current financial assets	2,342,623,125.87	-	(133,115,856.20)	-	355,263.16	116,379,546.96	73,866,344.38	2,019,616,641.49	(206,982,200.58)
Including: Equity instruments	2,342,623,125.87	-	(133,115,856.20)	-	355,263.16	116,379,546.96	73,866,344.38	2,019,616,641.49	(206,982,200.58)
Total	2,342,623,125.87	-	(133,115,856.20)	-	355,263.16	116,379,546.96	73,866,344.38	2,019,616,641.49	(206,982,200.58)

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

X. FAIR VALUE DISCLOSURE (CONTINUED)

5. Reconciliation from the opening balances to the closing balances, and sensitivity analysis on unobservable inputs for items measured at recurring Level 3 fair value measurements (Continued)

- (1) Reconciliation between carrying amount at the beginning of the year and that at the end of the year for items measured at recurring Level 3 fair value measurements (Continued)

Note: The above gains or losses for the year included in profit or loss or other comprehensive income are as follows:

Item	2025	2024
Realised gains included in profit or loss for the year – Investment income	62,793,457.92	73,866,344.38
Unrealised gains included in profit or loss for the year – Gains from changes in fair value	(59,268,290.69)	(206,982,200.58)
Total	3,525,167.23	(133,115,856.20)

- (2) Sensitivity analysis on unobservable inputs for recurring fair value measurements categorised within Level 3

The Group determines the fair value of other non-current financial assets – investments in other equity instruments based on the net value of the partnership's share of the investment with reference to observable market prices, to which the liquidity discount is adjusted. The fair value measurement is negatively correlated with the liquidity discount. As of 31 December 2025, assuming other variables remain unchanged, the impact of a 1% decrease or increase in liquidity discount on the owner's equity of the Group is not significant.

6. Current changes in valuation techniques and the reasons for the changes

During 2025, there were no changes in valuation techniques for the recurring and non-recurring fair value measurements.

7. Fair values of financial assets and liabilities not measured at fair value

All financial instruments are carried at amounts not materially different from their fair value as at 31 December 2025 and 2024 except as follows:

	2025		Fair value measurements in 2025 categorised into		
	Carrying amount	Fair value	Level 1	Level 2	Level 3
Debentures payable (includes Debentures payable due within one year)	7,100,447,513.64	7,099,866,700.00	7,099,866,700.00	-	-
Total	7,100,447,513.64	7,099,866,700.00	7,099,866,700.00	-	-

	2024		Fair value measurements in 2024 categorised into		
	Carrying amount	Fair value	Level 1	Level 2	Level 3
Long-term loans (includes long-term loans due within one year)	1,124,407,325.33	1,137,816,700.00	1,137,816,700.00	-	-
Debentures payable (includes Debentures payable due within one year)	7,288,498,388.02	7,359,923,400.00	7,359,923,400.00	-	-
Total	8,412,905,713.35	8,497,740,100.00	8,497,740,100.00	-	-

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS

1. Information about the parent of the Company

Company name	Registered place	Business nature	Registered capital	Shareholding percentage (%)	Percentage of voting rights (%)
Communication Holding	Nanjing, Jiangsu Province	Investment, construction, operation and management of traffic infrastructure, transportation and other relevant industry	16,800,000,000.00	54.44	54.44

The ultimate controlling party of the Company is the Company's parent company.

2. Information about the subsidiaries of the Company

For information about the subsidiaries of the Company, refer to Note VII.1.

3. Information about associates of the Company

For information about the associates of the Company, refer to Note VII.2.

Other joint ventures or associates with which the Group had related party transactions in the current or prior year are described below:

Entity name	Relationship with the Company
Longyuan Donghai Kuailu Company	Associates of the Group Same ultimate controlling shareholder and the associated enterprise of the Company

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

4. Information on other related parties

Name of other related parties	Related party relationship
Jiangsu Tongxingbao Smart Transportation Science & Technology Co., Ltd. ("Tongxingbao Company")	Same ultimate shareholder
Jiangsu Expressway Energy Development Co., Ltd. ("Expressway Energy Development Company")	Same ultimate shareholder
Jiangsu Sutong Bridge Co., Ltd. ("Sutong Bridge Company")	Same ultimate shareholder
Jiangsu Expressway Engineering Maintenance Technology Co., Ltd. ("Maintenance Technology Company")	Same ultimate shareholder
Jiangsu Huatong Engineering Technology Co., Ltd. ("Huatong Company") (formerly known as Jiangsu Huatong Engineering Testing Co., Ltd.)	Same ultimate shareholder
Jiangsu Jinghu Expressway Co., Ltd. ("Jinghu Company")	Same ultimate shareholder
Jiangsu Railway Group Co., Ltd. (Railway Group Company)	Same ultimate shareholder
Jiangsu Xiandai Engineering Testing Co., Ltd. (Engineering Testing Company)	Same ultimate shareholder
Nanjing Micro Video Co., Ltd. ("Micro Video Company")	Same ultimate shareholder
Taixing Hechang Petroleum Sales Co., Ltd. ("Taixing Hechang Petroleum Company")	Same ultimate shareholder
Jiangsu Highway Engineering Maintenance Co., Ltd. ("Engineering Maintenance Company")	Same ultimate shareholder
Jiangsu Hutong Bridge Co., Ltd. ("Hutong Bridge Company")	Same ultimate shareholder
Jiangsu Cuipingshan Hotel ("Cuipingshan Hotel")	Same ultimate shareholder
Jiangsu Communication Holding Talent Development Group Co., Ltd. ("Human Resources Company")	Same ultimate shareholder
Jiangsu Expressway Commercial Factoring (Guangzhou) Co., Ltd. ("Expressway Factoring Company")	Same ultimate shareholder
Jiangsu Xitai Tunnel Company Limited ("Xitai Tunnel Company")	Same ultimate shareholder
Jiangsu Dongfang Road and Bridge Construction Maintenance Co., Ltd. ("Dongfang R&B Company")	Same ultimate shareholder
Jiangsu Expressway Operation and Management Centre ("Expressway Management Centre")	Same ultimate shareholder
Jiangsu Runyang Bridge Development Co., Ltd. ("Runyang Bridge Company")	Same ultimate shareholder
Jiangsu East Expressway Management Co., Ltd. ("East Expressway Company")	Same ultimate shareholder
Jiangsu Suhuaiyan Expressway Management Co., Ltd. ("Suhuaiyan Expressway Company")	Same ultimate shareholder
Jiangsu Lianxu Expressway Co., Ltd. ("Lianxu Expressway Company")	Same ultimate shareholder
Jiangsu Ningsuxu Expressway Co., Ltd. ("Ningsuxu Expressway Company")	Same ultimate shareholder
Jiangsu Suxichang South Expressway Co., Ltd. ("Suxichang South Company")	Same ultimate shareholder
Jiangsu Hetai Expressway Operating and Management Co., Ltd. ("Hetai Expressway Company")	Same ultimate shareholder
Nantong Tiandian Xinxing Energy Co., Ltd. ("Nantong Tiandian")	Same ultimate shareholder
Jiangsu Ningjingyan Expressway Co., Ltd. ("Ningjingyan Expressway Company")	Same ultimate shareholder
Jiangsu Communication Holding Digital Transportation Research Institute Co., Ltd. ("Digital Transportation Research Institute")	Same ultimate shareholder
Jiangsu Communication Holding Asset Management Co., Ltd. ("Asset Management Company")	Same ultimate shareholder
Jiangsu Zhangjinggao Bridge Co., Ltd. ("Zhangjinggao Bridge")	Same ultimate shareholder
Jiangsu Zhenyangqidu Co., Ltd. ("Zhenyangqidu Company")	Same ultimate shareholder
Jiangsu High Speed New Material Technology Co., Ltd. ("Sugao New Material Company")	Same ultimate shareholder
Jiangsu Huahui Engineering Technology Co., Ltd. ("Huahui Engineering Company")	Same ultimate shareholder
Jiangsu Jiaokong Commercial Operation Management Co., Ltd. ("Jiaokong Commercial Operation Company")	Same ultimate shareholder
Jiangsu Jianxing Expressway Co., Ltd. ("Jianxing Expressway Company")	Same ultimate shareholder
Jiangsu Yuanchuang Transportation Engineering Technology Co., Ltd. ("Yuanchuang Company")	Same ultimate shareholder

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

4. Information on other related parties (Continued)

Name of other related parties	Related party relationship
China Merchants Chongqing Transportation Research and Design Institute Co., Ltd. ("China Merchants Research Company")	Enterprises controlled by shareholders directly holding more than 5% shares
Bank of Jiangsu Co., Ltd. ("Bank of Jiangsu")	Associate of the parent company
Bank of Nanjing Co., Ltd. ("Bank of Nanjing")	Associate of the parent company
Jiangsu Expressway Information Engineering Co., Ltd. ("Expressway Information Company")	Associate of the parent company

5. Transactions with related parties

The transactions below with related parties were conducted under normal commercial terms or agreements.

- (1) Sales and purchase of goods, provision and receipt of services, interest income and expense of loans with related parties

Purchase of goods/receipt of services/interest expense of loans

Name of related party	Nature of transaction	2025	2024
Xiandai R&B Company *	Road maintenance fee	89,318,516.51	43,476,645.17
Xiandai R&B Company *	Special engineering projects	219,185,519.18	348,897,276.40
Xiandai R&B Company	Special engineering projects	44,059,776.79	–
Xiandai R&B Company *	Winter precaution emergency cooperation projects	15,000,000.00	19,866,406.26
Network Operation Company *	Maintenance and operating administration fees for toll collection system	37,708,651.66	35,554,558.00
Tongxingbao Company *	Maintenance and operating administration fees for toll collection system	43,596,459.29	40,971,923.45
Tongxingbao Company *	Technical services fees	8,273,695.08	–
Tongxingbao Company	Technical services fees	417,629.03	4,174,137.85
Maintenance Technology Company *	Road maintenance fee	25,249,745.23	18,356,805.74
Maintenance Technology Company	Road maintenance fee	4,326,000.00	3,785,600.00
Expressway Information Company*	System maintenance fee	–	1,183,203.00
Expressway Information Company	System maintenance fee	10,258,675.40	4,108,629.74
Expressway Information Company	Purchase of spare parts	–	198.00
Huatong Company*	Engineering reinforcement and maintenance fee	4,968,537.36	–
Huatong Company	Engineering reinforcement and maintenance fee	–	970,000.00
Micro Video Company *	Three major system construction and maintenance fees	19,254,160.70	12,418,347.53
Micro Video Company	Three major system construction and maintenance fees	4,117,839.38	941,834.86
Micro Video Company *	Renovation project	2,540,536.20	1,693,690.80

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

- (1) Sales and purchase of goods, provision and receipt of services, interest income and expense of loans with related parties (Continued)

Purchase of goods/receipt of services/interest expense of loans (Continued)

Name of related party	Nature of transaction	2025	2024
Micro Video Company *	Purchase and service fee	1,000,000.00	—
Engineering Maintenance Company	Periodic bridge inspection fee	13,588,641.43	2,255,956.50
Engineering Testing Company *	Road maintenance fee	1,000,000.00	—
Engineering Testing Company	Road maintenance fee	4,584,986.35	3,336,250.84
Culture Media *	Housing reconstruction project	9,170,669.75	8,391,518.23
Culture Media	Housing reconstruction project	12,917,922.63	8,302,446.60
Culture Media	Entrusted management fee	2,512,600.00	7,537,900.00
Culture Media*	Entrusted management fee	2,518,133.00	—
Culture Media	Advertising and promotion fee	3,813,160.62	3,636,045.84
Cuipingshan Hotel	Procurement and service fee	734,544.20	2,018,202.60
JCH Commercial Operation Company *	Procurement and service fee	34,810,947.50	25,548,854.12
JCH Commercial Operation Company	Procurement and service fee	494,084.60	10,075,831.34
Communications Holding	Procurement and service fee	—	369,253.00
Communications Holding	Interest expenses of loans	121,423,568.45	108,293,338.23
Nantong Tiandian	Procurement and service fee	1,164,511.20	1,036,720.80
China Merchants Research Company	Procurement and service fee	695,900.00	175,000.00
Human Resources Company *	Training fee	153,826.18	15,641,829.40
Human Resources Company	Training fee	15,223,626.08	2,384,581.62
Digital Transportation Research Institute	Cloud resources technical service fees	5,110,971.00	5,926,341.00
Asset Management Company	Entrusted management fee	179,938.72	781,500.00
Expressway Energy Development Company	Gasoline fee	801,621.63	1,941,037.71
Expressway Factoring Company	Factoring service fee	2,387,623.68	1,402,034.58
Yuanchuang Company *	Construction and maintenance costs for the three major systems	6,263,406.00	—
Huahui Engineering Company *	Bridge inspection projects	21,527,143.75	—
Huahui Engineering Company *	Special engineering projects	943,501.00	—
Zhenyang Qidu Company	Procurement and service fee	5,000,000.00	—
Bank of Jiangsu	Underwriting fee	—	15,500.00
Bank of Jiangsu	Commission charges	531.15	508.00
Bank of Nanjing	Underwriting fee	500,000.00	24,541.67
Bank of Nanjing	Commission charges	660.58	544.00
Bank of Nanjing	Investment income from wealth management products	2,157,980.55	2,392,484.92
Group Finance Company	Interest expenses of loans	15,990,627.51	19,815,750.49

Pricing and decision-making procedures of related party transactions: For significant related party transactions, the price is settled by public tender bid price, or for reference of quote from independent, qualified construction provider after arm's length negotiation in principle that less than relevant market price. The Board Meeting should review and approve the quote and the related director should abstain from voting. The independent directors should then express an independent opinion. For all related party transactions, the price is settled by signed contracts.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

- (1) Sales and purchase of goods, provision and receipt of services, interest income and expense of loans with related parties (Continued)

Sale of goods/rendering of services/interest income of loans

Name of related party	Nature of transaction	2025	2024
Group Finance Company*	Interest income from deposits	2,348,402.10	2,598,158.96
Bank of Jiangsu	Interest income from deposits	252,308.52	85,659.53
Bank of Nanjing	Interest income from deposits	60,062.23	234,571.88
Kuailu Company	Income from sales of oil	1,218,067.48	1,187,793.87
Suxichang South Company	Income from sales of oil	482,167.19	423,306.09
Suxichang South Company*	Entrusted management income	33,898,103.31	46,412,353.51
Xiandai R&B Company	Income from sales of oil	3,184,951.00	2,646,530.59
Luode Fund Company	Income from sales of oil	5,628.68	4,310.05
Yangtze Bridge Company*	Entrusted management income	16,155,700.00	16,769,500.00
Hutong Bridge Company*	Entrusted management income	9,153,700.00	8,754,600.00
Hutong Bridge Company	Income from sales of electricity	530,957.04	–
Xitai Tunnel Company	Entrusted management income	450,000.00	440,000.00
Zhangjinggao Bridge	Revenue from entrusted operation and management	460,000.00	450,000.00
Sutong Bridge Company	Income from sales of electricity	219,824.32	–
Sutong Bridge Company	Revenue from entrusted operation and management	528,667.00	–
Lianxu Expressway Company	Income from sales of electricity	1,536,001.36	1,578,565.86
Suhuaiyan Expressway Company	Income from sales of electricity	164,038.90	167,150.26
Ningsuxu Expressway Company	Income from sales of electricity	1,141,526.87	1,347,874.70
Yanjiang Company	Income from sales of electricity	107,052.29	175,452.45
Runyang Bridge Company	Income from sales of electricity	403,074.33	408,930.07
Sugao New Material Company	Income from sales of electricity	309,864.50	100,228.98
Communications Holding	Income from sales of electricity	1,946,657.89	1,851,146.82
Jinghu Company	Income from sales of electricity	1,145,925.60	1,386,235.29
Ningjingyan Expressway Company	Income from sales of electricity	246,008.10	155,432.10
Jianxing Expressway Company	Income from sales of electricity	678,636.43	–

Note: The above transaction amount is inclusive of tax.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

(2) Leases

(a) As the lessor

Name of lessee	Type of assets leased	Lease income recognised in 2025	Lease income recognised in 2024
Expressway Energy Development Company*	Fixed assets	16,474,643.16	20,565,483.49
Taixing Hechang Oil Company*	Fixed assets	–	3,721,551.08
Taixing Hechang Oil Company*	Fixed assets	872,005.94	–
Railway Group Company	Fixed assets	3,973,640.00	3,973,640.00
Engineering Testing Company	Fixed assets	1,689,966.65	1,690,000.00
Kuailu Company	Fixed assets	1,577,700.00	1,577,700.00
Culture Media*	Fixed assets	25,636,564.71	38,360,010.36
Tongxingbao Company	Fixed assets	642,123.12	650,980.46
JCH Commercial Operation Company*	Fixed assets	12,430,122.69	10,150,000.00
Culture Media	Fixed assets	901,609.98	–
Total		64,198,376.25	80,689,365.39

(b) As the lessee

Name of lessor	Type of assets leased	Simplified treatment of short-term leases and Rental expense for leases of low value assets		Rentals paid		Lease liabilities assumed Interest expense		Increased right of use assets	
		2025	2024	2025	2024	2025	2024	2025	2024
Suxichang South Company* JCH Commercial Operation Company	Plant & buildings	2,373,014.40	2,077,377.60	–	–	–	–	–	–
	Plant & buildings	2,811,804.48	2,512,596.10	4,227,990.49	3,434,959.91	45,508.62	207,553.83	18,661,654.70	–
	Rights to use parking spaces	–	–	35,779.82	35,779.82	16,843.79	17,685.19	–	–
Jinghu Company	Plant & buildings	–	5,142.86	–	–	–	–	–	–
Lianxu Expressway Company	Plant & buildings	–	–	36,823.60	36,823.60	17,888.97	18,782.58	–	–
Lianxu Expressway Company	Rights to use roofs	–	–	–	–	–	–	–	–
Ningsuxu Expressway Company	Rights to use roofs	–	–	88,314.29	88,314.29	41,575.04	43,651.85	–	–
Suhaulayan Expressway Company	Rights to use roofs	–	–	48,931.43	48,931.43	23,035.07	24,185.75	–	–
Yanjiang Company	Rights to use roofs	–	–	8,100.00	8,100.00	3,813.18	4,003.66	–	–
Yangtze Bridge Company	Plant & buildings	–	–	952,380.95	952,380.95	10,630.92	11,028.12	–	2,772,095.61
East Expressway Company	Plant & buildings	–	–	51,428.57	51,428.57	31,013.69	31,013.69	–	–
Ningjingyan Expressway Company	Plant & buildings	–	–	218,285.71	218,285.71	153,807.71	156,400.19	–	–
Kuailu Company*	Transportation vehicles	19,492,762.06	23,848,781.94	–	–	–	–	–	–
Total		24,677,580.94	28,443,898.50	5,668,034.86	4,875,004.28	344,116.99	514,304.86	18,661,654.70	2,772,095.61

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

(3) Guarantee

The Group as the guarantor

Guarantee holder	Amount of guarantee	Inception date of guarantee	Maturity date of guarantee	Guarantee expired (Y/N)
Communications Holding	USD743,283.16	20 January 1999	10 July 2028	N

(4) Funding from related party

2025 :

Name of related party	Amount of funding (Note)	Inception date	Maturity date	Note
Funds received				
Communications Holding	(300,000,000.00)	2020.1.21	2025.1.13	Related party loans at 3.74% per annum
Communications Holding	(50,000,000.00)	2020.7.23	2025.7.21	Related party loans at 3.85% per annum
Communications Holding	(200,000,000.00)	2020.7.23	2025.7.22	Related party loans at 3.85% per annum
Communications Holding	(550,000,000.00)	2020.7.23	2025.7.25	Related party loans at 3.85% per annum
Communications Holding	(496,170,000.00)	2022.9.14	2025.8.31	Related party loans at 3.10% per annum
Communications Holding	(100,000.00)	2023.6.27	2025.12.31	Related party loans at 2.89% per annum
Group Finance Company	(3,000,000.00)	2022.8.23	2025.5.20	Related party loans at 2.70% per annum
Group Finance Company	(3,000,000.00)	2022.8.23	2025.11.20	Related party loans at 2.70% per annum
Group Finance Company	(4,500,000.00)	2022.8.24	2025.6.20	Related party loans at 2.80% per annum
Group Finance Company	(6,000,000.00)	2022.8.24	2025.6.20	Related party loans at 2.80% per annum
Group Finance Company	(2,000,000.00)	2022.8.24	2025.6.20	Related party loans at 2.80% per annum
Group Finance Company	(30,500,000.00)	2022.8.24	2025.11.25	Related party loans at 2.80% per annum
Group Finance Company	(2,000,000.00)	2022.8.24	2025.12.20	Related party loans at 2.80% per annum
Group Finance Company	(6,500,000.00)	2022.8.24	2025.12.20	Related party loans at 2.80% per annum
Group Finance Company	(260,714.00)	2023.10.23	2025.6.20	Related party loans at 2.40% per annum
Group Finance Company	(260,714.00)	2023.10.23	2025.12.20	Related party loans at 2.40% per annum
Group Finance Company	(100,000,000.00)	2024.3.7	2025.3.31	Related party loans at 2.30% per annum
Group Finance Company	(200,000,000.00)	2024.8.7	2025.8.31	Related party loans at 2.30% per annum
Group Finance Company	(100,000,000.00)	2024.8.9	2025.8.31	Related party loans at 2.30% per annum
Group Finance Company	100,000,000.00	2025.3.7	2026.3.6	Related party loans at 2.11% per annum
Group Finance Company	2,000,000.00	2025.5.13	2034.4.20	Related party loans at 2.73% per annum
Group Finance Company	2,500,000.00	2025.7.21	2034.4.20	Related party loans at 2.73% per annum
Group Finance Company	200,000,000.00	2025.8.1	2026.7.31	Related party loans at 2.11% per annum
Group Finance Company	100,000,000.00	2025.8.14	2026.8.3	Related party loans at 2.11% per annum

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

(4) Funding from related party (Continued)

2024 :

Name of related party	Amount of funding (Note)	Inception date	Maturity date	Note
Funds received				
Communications Holding	(100,000,000.00)	8 November 2019	29 August 2024	Related party loans at 3.76% per annum
Communications Holding	(100,000.00)	27 June 2023	21 December 2024	Related party loans at 2.89% per annum
Communications Holding	3,000,000,000.00	31 October 2024	27 September 2039	Related party loans at 2.17% per annum
Group Finance Company	(1,500,000.00)	23 August 2022	20 June 2024	Related party loans at 3.50% per annum
Group Finance Company	(3,500,000.00)	23 August 2022	20 December 2024	Related party loans at 3.50% per annum
Group Finance Company	(3,000,000.00)	23 August 2022	20 May 2024	Related party loans at 3.50% per annum
Group Finance Company	(260,714.00)	23 August 2022	20 November 2024	Related party loans at 3.50% per annum
Group Finance Company	(6,000,000.00)	23 August 2022	20 June 2024	Related party loans at 3.50% per annum
Group Finance Company	(6,000,000.00)	23 August 2022	20 December 2024	Related party loans at 3.50% per annum
Group Finance Company	(1,500,000.00)	24 August 2022	20 June 2024	Related party loans at 3.40% per annum
Group Finance Company	(3,500,000.00)	24 August 2022	20 December 2024	Related party loans at 3.40% per annum
Group Finance Company	(3,000,000.00)	23 October 2023	20 December 2024	Related party loans at 3.00% per annum
Group Finance Company	(100,000,000.00)	29 March 2023	28 March 2024	Related party loans at 2.40% per annum
Group Finance Company	(80,000,000.00)	15 May 2023	14 May 2024	Related party loans at 2.90% per annum
Group Finance Company	(200,000,000.00)	10 August 2023	9 August 2024	Related party loans at 2.40% per annum
Group Finance Company	(100,000,000.00)	17 August 2023	16 August 2024	Related party loans at 2.40% per annum
Group Finance Company	1,695,000.00	30 January 2024	20 December 2029	Related party loans at 3.00% per annum
Group Finance Company	100,000,000.00	7 March 2024	6 March 2025	Related party loans at 2.30% per annum
Group Finance Company	500,000.00	31 May 2024	20 December 2029	Related party loans at 3.00% per annum
Group Finance Company	3,000,000.00	30 August 2024	20 December 2030	Related party loans at 3.00% per annum
Group Finance Company	200,000,000.00	7 August 2024	6 August 2025	Related party loans at 2.30% per annum
Group Finance Company	100,000,000.00	9 August 2024	8 August 2025	Related party loans at 2.30% per annum

Note: When the Group is the borrower, the positive amount represents borrowing from a related party while the negative amount represents repayment to a related party; When the Group is the lender, positive amount represents lending to a related party while the negative amount represents collecting the money from a related party.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

5. Transactions with related parties (Continued)

- (5) Remuneration of key management personnel

Item	2025	2024
Remuneration of key management personnel	6,095,233.77	7,832,110.76

- (6) Other explanations

* Representing the connected transaction as defined in Chapter 14A of the Listing Rules.

6. Receivables from and payables to related parties

- (1) Receivables from related parties

Item	Name of related party	2025	2024
Deposits with banks (Note 1)	Group Finance Company		
		344,145,230.28	463,661,370.17
	Bank of Nanjing	1,268,077.61	441,624.52
	Bank of Jiangsu	891,494.87	161,861.24
	Sub-total	346,304,802.76	464,264,855.93
Accounts receivable (Note 2)	Suxichang South Company	37,215,461.10	45,797,749.14
	Yangtze Bridge Company	16,155,700.00	16,769,500.00
	Hutong Bridge Company	9,153,700.00	8,754,600.00
	Hutong Bridge Company	7,383,028.21	7,145,615.23
	Expressway Energy Development Company (Note 3)	2,521,872.44	3,057,325.18
	Engineering Testing Company	1,126,666.64	1,690,000.00
	Culture Media	2,924,523.06	1,390,000.00
	Kuailu Company	1,329,423.25	1,297,321.80
	Taixing Hechang Oil Company (Note 3)	-	560,715.22
	Zhangjinggao Bridge	460,000.00	450,000.00
	Xitai Tunnel Company	450,000.00	440,000.00
	Xiandai R&B Company	595,384.62	240,693.93
	Lianxu Expressway Company	41,531.81	69,781.98
	Jinghu Company	-	37,721.42
	Sugao New Material Company	-	22,974.09
	Ningjingyan Expressway Company	-	20,182.81
	Ningsuxu Expressway Company	47.41	12,409.64
	Communication Holding	9,724.20	8,621.00
	Runyang Bridge Company	-	1.42
	Sutong Bridge Company	516,667.00	-
	JCH Commercial Operation Company	605,826.06	-
	Jianxing Expressway Company	37,449.40	-
	Sub-total	80,527,005.20	87,765,212.86

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

6. Receivables from and payables to related parties (Continued)

(1) Receivables from related parties (Continued)

Item	Name of related party	2025	2024
Long-term receivables (including those due within one year) Prepayments	JCH Commercial Operation Company		
		61,606,300.00	121,436,854.80
	Zhenyangqidu Company	–	297,000.00
	Tongxingbao Company	81,863.89	52,750.28
	JCH Commercial Operation Company	74,000.00	8,020.60
	Engineering Testing Company	1,460,744.74	–
	Sub-total	1,616,608.63	357,770.88
Other receivables	Luode Fund Company	5,598,493.35	5,598,493.35
	Kuailu Company	–	121,069.09
	Culture Media	–	40,377.36
	Xiandai R&B Company	–	10,761.71
	Network Operation Company	–	324.00
	Micro Video Company	–	260.00
	Sub-total	5,598,493.35	5,771,285.51
Dividends receivable	Bank of Jiangsu	–	239,715,038.96
	Longyuan Donghai	14,272,941.83	14,272,941.83
	Kuailu Company	–	4,989,960.00
	Sub-total	14,272,941.83	258,977,940.79

Note1: A financial service agreement was signed and concluded between the Group and Group Finance Company, in which Group Finance Company would provide financial service to the Group such as deposit, credit and so on. The Company's subsidiaries, Guangjing Xicheng Company, Changyi Company, Yichang Company, Zhendan Expressway, Yangtze River Management and Longtan Bridge have also participated in this agreement. As at 31 December 2025, the Group has deposited RMB344,145,230.28 (31 December 2024: RMB463,661,370.17) in Group Finance Company in accordance with the financial service agreement.

Note2: As at 31 December 2025, besides the accounts receivable from related party stated above, there are split toll road fee receivables from Eastern Expressway Company, Jinghu Company and other expressway companies within the toll road network companies ("Toll Road Network Companies") which amounted to RMB191,640,485.62 (31 December 2024: RMB161,712,692.94). The ultimate shareholder of those Toll Road Network Companies is Communications Holding, except for which the Company has no other control, joint control or significant influence relationship with them.

Note3: As at 31 December 2025, the carrying amount with Expressway Energy Development Company and Taixing Hechang Oil Company were lease receivables.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

6. Receivables from and payables to related parties (Continued)

(2) Payables to related parties

Item	Name of related party	2025	2024
Accounts payable (Note)	Xiandai R&B Company	295,698,262.79	210,673,539.43
	Expressway Information Company	22,475,365.23	19,083,805.74
	Culture Media	22,274,728.00	16,509,102.59
	Micro Video Company	21,376,872.50	14,240,417.04
	Huahui Engineering Company	16,312,880.38	–
	Expressway Information Company	6,938,253.56	10,072,847.04
	Human Resources Company	6,067,923.90	5,390,081.42
	JCH Commercial Operation Company	3,495,284.91	4,539,455.83
	Tongxingbao Company	5,322,181.72	4,416,349.15
	Kuailu Company	832,632.92	4,031,495.24
	Network Operation Company	3,805,520.66	2,898,174.00
	Luode Fund Company	1,666,802.99	1,666,802.99
	Digital Transportation Research Institute	1,946,751.00	1,384,771.00
	Engineering Testing Company	3,956,972.31	1,261,688.82
	Huatong Company	4,019,014.34	984,550.00
	Asset Management Company	–	781,500.00
	Engineering Maintenance Company	10,164,616.52	67,678.69
	Suxichang South Company	545,981.73	561,403.20
	Bank of Nanjing	–	500,000.00
	Nantong Tiandian	–	194,085.20
	Merchants Research Company	175,000.00	–
	Sub-total	427,075,045.46	299,257,747.38
Advance payments received	JCH Commercial Operation Company	2,826,393.75	2,424,581.25
	Tongxingbao Company	–	888.30
	Kuailu Company	1,577,700.00	–
	Micro Video Company	81,964.54	–
	Sub-total	4,486,058.29	2,425,469.55

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

6. Receivables from and payables to related parties (Continued)

(2) Payables to related parties (Continued)

Item	Name of related party	2025	2024
Other payables	JCH Commercial Operation Company	2,149,370.00	1,650,000.00
	Luode Fund Company	10,000,000.00	10,000,000.00
	Xiandai R&B Company	4,657,339.87	2,880,463.51
	Kuailu Company	200,000.00	558,689.67
	Huatong Company	28,922.19	444,959.56
	Culture Media	807,990.82	415,122.33
	Expressway Information Company	-	334,893.44
	Human Resources Company	-	200,000.00
	Nantong Tiandian	194,085.20	194,085.20
	Micro Video Company	588,636.36	125,807.35
	Tongxingbao Company	120,930.00	31,530.00
	Network Operation Company	1,860.00	1,500.00
	Hutong Bridge Company	2,275.67	-
	Yangzi Bridge Company	716,683.87	-
	Sub-total	19,468,093.98	16,837,051.06
Short-term loans Long-term loans (including long-term loans due within one year)	Group Finance Company	400,257,888.00	400,281,112.00
	Communications Holding		
		4,517,642,010.17	8,358,517,038.83
	Group Finance Company	235,450,488.80	289,025,218.59
	Sub-total	4,753,092,498.97	8,647,542,257.42

Note: As at 31 December 2025, besides the accounts payable to related party stated above, there are split toll road fee payables to other Toll Road Network Companies which amounted to RMB962,776.11 (31 December 2024 : RMB158,232.62). The ultimate shareholder of those Toll Road Network Companies is Communications Holding, except for which the Company has no other control, joint control or significant influence relationship with them.

(3) Other unsettled items

Item	Name of related party	2025	2024
Financial assets held for trading	Bank of Nanjing	90,000,000.00	169,000,000.00

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

7. Directors' emoluments

2025

Name	Directors' emoluments	Premium (Note 1)	Total
Executive directors			
Wang Feng	325,000.00	490,800.00	815,800.00
Non-executive directors			
Chen Yunjiang	54,200.00	326,400.00	380,600.00
Zhang Xinyu (December 2025 resign * then appointed as non-executive director)	316,565.00	421,296.00	737,861.00
Wang Yingjian	-	-	-
Xie Yumeng	-	-	-
Yang Shaojun	-	-	-
Yang Jianguo	-	-	-
Ma Zhongli	337,264.00	-	337,264.00
Independent non-executive directors			
Xu Guanghua	121,053.00	-	121,053.00
Ge Yang	121,053.00	-	121,053.00
Gu Chaoyang	337,264.00	-	337,264.00
Tan Shijun	121,053.00	-	121,053.00
Sun Lijun	121,053.00	-	121,053.00
Supervisors			
Yang Shiwei	-	-	-
Shen Zhiyuan	-	-	-
Pan Ye	-	-	-
Lu Zhengfeng	211,250.00	372,632.00	583,882.00
Kong Yuanyi	191,750.00	338,174.00	529,924.00
Total	2,257,505.00	1,949,302.00	4,206,807.00

Note 1: The premium are determined by reference to the individual performance of the directors or supervisors.

Note 2: Other benefit include housing provident fund, non-monetary 'benefits' borne by the company, as well as medical insurance premiums, work-related injury insurance premiums, maternity insurance premiums paid to the society as a whole. Listed as: Wang Feng RMB100,809.88, Chen Yunjiang RMB29,649.50, Zhang Xinyu RMB111,537.88, Lu Zhengfeng RMB100,973.88, Kong Yuanyi RMB98,693.88 °

Note 3: Benefit after resignation includes the annuity borne by the company, as well as the pension insurance and unemployment insurance submitted to the social pooling. Listed as : Wang Feng RMB129,524.76, Chen Yunjiang RMB21,466.68, Zhang Xinyu RMB129,524.76, Lu Zhengfeng RMB95,780.76, Kong Yuanyi RMB90,788.76 °

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

7. Directors' emoluments (Continued)

2024

Name	Directors' emoluments	Premium (Note 1)	Total
Executive directors			
Wang Feng	325,000.00	809,700.00	1,134,700.00
Zhang Xinyu (appointed in June 2024)	157,488.00	138,148.00	295,636.00
Yao Yongjia (resigned in May 2024)	107,700.00	508,477.00	616,177.00
Non-executive directors			
Chen Yunjiang	340,000.00	780,700.00	1,120,700.00
Wang Yingjian	—	—	—
Xie Yumeng (appointed in November 2024)	—	—	—
Yang Shaojun (appointed in November 2024)	—	—	—
Yang Jianguo (appointed in November 2024)	—	—	—
Ma Zhongli	355,334.00	—	355,334.00
Xu Haiei (resigned in June 2024)	—	—	—
Li Xiaoyan (resigned in June 2024)	—	—	—
Wu Xinhua (resigned in November 2024)	—	—	—
Independent non-executive directors			
Xu Guanghua	114,473.68	—	114,473.68
Ge Yang	114,473.68	—	114,473.68
Gu Chaoyang (appointed in June 2024)	171,944.45	—	171,944.45
Tan Shijun (appointed in June 2024)	60,526.32	—	60,526.32
Sun Lijun (appointed in June 2024)	60,526.32	—	60,526.32
Zhou Shudong (resigned in June 2024)	53,947.36	—	53,947.36
Liu Xiaoxing (resigned in June 2024)	53,947.36	—	53,947.36
Yu Mingyuan (resigned in June 2024)	53,947.36	—	53,947.36
Supervisors			
Yang Shiwei	—	—	—
Shen Zhiyuan (appointed in November 2024)	—	—	—
Pan Ye	—	—	—
Lu Zhengfeng	211,250.00	369,330.00	580,580.00
Kong Yuanyi	188,500.00	329,556.00	518,056.00
Wan Liye (resigned in June 2024)	—	—	—
Total	2,369,058.53	2,935,911.00	5,304,969.53

Note 1: The premium are determined by reference to the individual performance of the directors or supervisors.

Note 2: Other benefit include housing provident fund, non-monetary 'benefits' borne by the company, as well as medical insurance premiums, work-related injury insurance premiums, maternity insurance premiums paid to the society as a whole. Listed as: Wang Feng RMB96,239.64, Chen Yunjiang RMB91,593.00, Zhang Xinyu RMB52,985.82, Lu Zhengfeng RMB97,527.64, Kong Yuanyi RMB95,235.64, Yao Yongjia RMB52,685.80 °

Note 3: Benefit after resignation includes the annuity borne by the company, as well as the pension insurance and unemployment insurance submitted to the social pooling. Listed as : Wang Feng RMB122,800.08, Chen Yunjiang RMB113,536.08, Zhang Xinyu RMB55,496.04, Lu Zhengfeng RMB94,432.08, Kong Yuanyi RMB88,912.08, Yao Yongjia RMB37,035.72 °

None of the directors or supervisors waived or agreed to waive any emoluments during both years.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XI. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

8. Five individuals with the highest emoluments

Three (prior year: three) of the five individuals with the highest emoluments in the Group are directors of the Company whose emoluments are included in note of directors' emoluments. The emoluments of the remaining two (prior year: two) individuals are listed as follows:

	Accumulative amount for the current year	Accumulative amount for the prior year
Salaries and other benefits	1,504,395.76	1,862,126.28
Post-employment benefits	249,689.52	213,056.16
Total	1,754,085.28	2,075,182.44

Their emoluments were within the following bands:

	Current year	Prior year
Less than RMB1,000,000	2	2

XII. CAPITAL MANAGEMENT

The Group's primary objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group uses the asset-liability ratio to manage its capital structure. This ratio is calculated as total liabilities divided by total assets. The Group's strategy is the same for the years ending 2025 and 2024. The Group's asset-liability ratio for 2025 and 2024 is 42.96% and 44.67%.

XIII. COMMITMENTS AND CONTINGENCIES

1. Significant commitments

(1) Capital commitments

	2025	2024
Capital commitments that have been entered into but have not been recognized in the financial statements		
– Commitment for acquisition and construction of long-term assets	37,946,985,859.00	54,209,500,185.26

2. Contingencies

Our subsidiary, Ninghu Properties, provides joint and several liability guarantee for the mortgage loan of the commercial housing purchaser in accordance with the practice of the real estate industry. The guarantee liability starts from the effective date of the guarantee contract and ends on the date when the real estate mortgage registration procedures for the housing purchased by the commercial housing purchaser are completed and the property ownership certificate is handed over to the bank for collection. As of December 31, 2025, the outstanding guarantee amount is approximately RMB108,252,485.28 (December 31, 2024: RMB138,169,867.02).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XIV. SUBSEQUENT EVENTS

1. Profit appropriations after the balance sheet date

	Amount
Dividends proposed	2,468,496,275.00

The Board of Directors proposed on 27 March 2026, the appropriation of a cash dividend of RMB0.49 per share (2024: RMB0.49 per share) to the Company's ordinary shareholders, totalling RMB2,468,496,275.00 (2024: RMB2,468,496,275.00). The proposal is subject to approval by the shareholders' general meeting. Such cash dividends are not recognised as a liability at the balance sheet date.

XV. OTHER SIGNIFICANT ITEMS

1. Segment reporting

Based on the Group's internal organization structure, management requirements and internal reporting system, the operations of the Group are classified into 15 operating segments, including Shanghai-Nanjing Expressway, Ningchang Expressway and Zhenli Expressway, Guangjing Expressway and Xicheng Expressway, Xiyi Expressway and Wuxi Huantaihu Expressway, Zhendan Expressway, Wufengshan Bridge, Changyi Expressway, Yichang Expressway, Longtan Bridge, Xitai Expressway, Danjin Expressway, ancillary services (including petrol, food and retail in service zones along the expressways), real estate development, sales of electricity and advertising and others. The Group's management periodically evaluates the operating results of these reporting segments to make decisions about resources to be allocated to the segments and assess their performance.

(1) Segment results and assets

For the purposes of assessing segment performance and allocating resources between segments, the Group's management regularly reviews the assets, liabilities, revenue, expenses and financial performance, attributable to each reportable segment on the following bases:

Segment assets include all tangible, intangible, other non-current and current assets, such as accounts receivable, with the exception of deferred tax assets and other unallocated corporate assets.

Financial performance is operating income (including operating income from external customers and inter-segment operating income) after deducting expenses, depreciation, amortisation and impairment losses attributable to the individual segments. Inter-segment sales are determined with reference to prices charged to external parties for similar orders. Financial expenses, investment income, gains or losses from changes in fair value, partial general and administrative expenses, partial non-operating income and tax expenses are not allocated to individual segments.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

Information regarding the Group's reportable segments set out below is the measure of segment profit and segment assets reviewed by the chief operating decision maker or is otherwise regularly provided to the chief operating decision maker, even if not included in the measure of segment profit and segment assets:

	Shanghai-Nanjing Expressway		Guangjing Expressway and Xicheng Expressway	
	2025	2024	2025	2024
Segment operating income	5,504,922,506.27	5,260,680,666.24	769,785,354.42	916,939,539.94
Operating cost	2,022,744,347.21	2,070,093,891.73	225,392,885.61	242,197,910.74
Including: Amortisation of toll roads operation rights	734,216,021.40	703,867,976.59	73,227,463.50	88,062,862.16
Costs of petrol and other goods sold in service zones	—	—	—	—
Segment operating profit	3,482,178,159.06	3,190,586,774.51	544,392,468.81	674,741,629.20
Reconciling items:				
Less: Taxes and surcharges	31,556,449.84	35,832,334.05	6,411,440.52	7,699,415.99
Selling and distribution expenses	—	—	—	—
Research and development expenses	—	—	—	—
General and administrative expenses	64,634,700.11	74,518,691.55	—	—
Financial expenses	—	—	—	—
Add: Other income	8,240,011.91	8,464,824.96	2,442,284.05	2,003,012.50
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	(22,467,327.91)
Gains from asset disposals	—	—	915,873.30	54,951,579.39
Operating profit	3,394,227,021.02	3,088,700,573.87	541,339,185.64	701,529,477.19
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	3,394,227,021.02	3,088,700,573.87	541,339,185.64	701,529,477.19
Income tax	—	—	—	—
Net profit for the year	3,394,227,021.02	3,088,700,573.87	541,339,185.64	701,529,477.19
Total segment assets	5,843,121,666.21	6,564,708,300.67	389,117,087.05	469,807,749.07
Supplementary information:				
Depreciation and amortisation expenses	837,836,688.47	803,351,898.12	89,163,575.08	109,378,773.76
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	389,302,574.28	133,151,997.15	436,679,299.53	1,376,779,884.89

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Xiyi Expressway and Wuxi Huantaihu Expressway		Changyi Expressway	
	2025	2024	2025	2024
Segment operating income	459,714,760.92	464,193,174.35	126,308,890.36	125,316,553.78
Operating cost	267,365,344.76	358,853,000.91	121,439,441.07	114,427,651.95
Including: Amortisation of toll roads operation rights	148,044,279.05	151,599,092.77	84,137,800.61	43,181,253.20
Costs of petrol and other goods sold in service zones	—	—	—	—
Segment operating profit	192,349,416.16	105,340,173.44	4,869,449.29	10,888,901.83
Reconciling items:				
Less: Taxes and surcharges	2,365,085.04	2,840,200.03	589,820.43	448,455.43
Selling and distribution expenses	—	—	—	—
Research and development expenses	—	—	—	—
General and administrative expenses	—	—	—	—
Financial expenses	—	—	—	—
Add: Other income	52,000,000.00	—	—	—
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	—
Losses from asset disposals	—	(43,865,757.18)	—	—
Operating profit	241,984,331.12	58,634,216.23	4,279,628.86	10,440,446.40
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	241,984,331.12	58,634,216.23	4,279,628.86	10,440,446.40
Income tax	—	—	—	—
Net profit for the year	241,984,331.12	58,634,216.23	4,279,628.86	10,440,446.40
Total segment assets	6,116,039,914.56	911,667,886.53	3,024,093,945.60	3,094,114,811.16
Supplementary information:				
Depreciation and amortisation expenses	155,916,284.36	161,487,903.00	104,343,342.51	96,844,640.99
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	3,676,633,779.47	1,968,406,218.66	180,019.03	2,156.96

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Yichang Expressway		Ningchang Expressway and Zhenli Expressway	
	2025	2024	2025	2024
Segment operating income	121,014,443.99	124,944,318.04	1,119,042,894.63	1,485,899,614.05
Operating cost	83,863,281.26	105,456,728.99	471,388,168.94	555,475,460.38
Including Amortisation of toll roads operation rights	642,026.52	70,161,360.85	258,301,889.36	342,843,988.84
Costs of petrol and other goods sold in service zones	—	—	—	—
Segment operating profit/(loss)	37,151,162.73	19,487,589.05	647,654,725.69	930,424,153.67
Reconciling items:				
Less: Taxes and surcharges	718,264.91	523,699.62	—	—
Selling and distribution expenses	—	—	—	—
Research and development expenses	—	—	—	—
General and administrative expenses	—	—	—	—
Financial expenses	—	—	—	—
Add: Other income	—	—	1,764,321.63	1,812,457.79
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	—
Gains from asset disposals	—	—	—	—
Operating profit	36,432,897.82	18,963,889.43	649,419,047.32	932,236,611.46
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	36,432,897.82	18,963,889.43	649,419,047.32	932,236,611.46
Income tax	—	—	—	—
Net profit for the year	36,432,897.82	18,963,889.43	649,419,047.32	932,236,611.46
Total segment assets	3,092,886,206.32	3,612,820,312.31	3,471,383,973.43	3,695,144,678.21
Supplementary information:				
Depreciation and amortisation expenses	56,191,226.30	80,557,704.57	292,418,022.01	372,330,969.80
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	3,099,119.85	39,507,772.89	5,574,521.98	30,872,014.57

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Zhendan Expressway		Wufengshan Bridge	
	2025	2024	2025	2024
Segment operating income	99,448,620.73	98,208,263.74	1,317,462,683.76	1,051,320,982.13
Operating cost	78,079,575.53	77,855,705.33	483,227,347.39	394,394,933.53
Including: Amortisation of toll roads operation rights	45,230,325.10	44,709,115.49	384,789,894.99	307,995,928.26
Costs of petrol and other goods sold in service zones	—	—	—	—
Segment operating profit/(loss)	21,369,045.20	20,352,558.41	834,235,336.37	656,926,048.60
Reconciling items:				
Less: Taxes and surcharges	1,961,834.46	1,825,007.53	5,532,558.97	5,318,399.90
Selling and distribution expenses	—	—	—	—
Research and development expenses	—	—	—	—
General and administrative expenses	—	—	—	—
Financial expenses	—	—	—	—
Add: Other income	—	—	—	—
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	—
Gains from asset disposals	—	—	—	—
Operating profit	19,407,210.74	18,527,550.88	828,702,777.40	651,607,648.70
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	19,407,210.74	18,527,550.88	828,702,777.40	651,607,648.70
Income tax	—	—	—	—
Net profit for the year	19,407,210.74	18,527,550.88	828,702,777.40	651,607,648.70
Total segment assets	1,455,021,867.86	1,517,968,084.70	11,124,163,811.44	11,297,731,429.73
Supplementary information:				
Depreciation and amortisation expenses	65,602,448.53	65,088,478.65	426,227,686.92	349,336,316.01
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	48,910.00	2,262,100.54	39,552,108.18	180,719,562.28

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Longtan Bridge 2025	2024	Xitai Expressway 2025	2024
Segment operating income	37,600,375.62	—	—	—
Operating cost	66,413,032.43	1,223,400.42	—	—
Including: Amortisation of toll roads operation rights	23,519,625.61	—	—	—
Costs of petrol and other goods sold in service zones	—	—	—	—
Segment operating profit/ (loss)	(28,812,656.81)	(1,223,400.42)	—	—
Reconciling items:				
Less: Taxes and surcharges	351,402.31	348,152.18	256,323.76	1,621,728.29
Selling and distribution expenses	—	—	—	—
Research and development expenses	—	—	—	—
General and administrative expenses	—	—	—	—
Financial expenses	—	—	—	—
Add: Other income	—	—	—	—
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	—
Gains from asset disposals	—	—	—	—
Operating profit	(29,164,059.12)	(1,571,552.60)	(256,323.76)	(1,621,728.29)
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	(29,164,059.12)	(1,571,552.60)	(256,323.76)	(1,621,728.29)
Income tax	—	—	—	—
Net profit for the year	(29,164,059.12)	(1,571,552.60)	(256,323.76)	(1,621,728.29)
Total segment assets	10,301,818,503.51	8,519,661,680.61	7,511,028,778.98	6,065,812,702.00
Supplementary information:				
Depreciation and amortisation expenses	43,175,199.62	—	—	—
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	1,401,006,498.54	8,522,022,320.35	1,444,913,159.00	6,065,812,702.00

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Danjin Expressway 2025	2024	Ancillary services 2025	2024
Segment operating income	–	–	1,635,625,930.34	1,716,998,376.37
Operating cost	–	–	1,686,399,196.49	1,726,585,710.14
Including: Amortisation of toll roads operation rights	–	–	–	–
Costs of petrol and other goods sold in service zones	–	–	1,307,025,321.39	1,297,697,685.39
Segment operating profit/(loss)	–	–	(50,773,266.15)	(9,587,333.77)
Reconciling items:				
Less: Taxes and surcharges	822,284.49	–	26,495,456.93	26,381,966.74
Selling and distribution expenses	–	–	–	–
Research and development expenses	–	–	–	–
General and administrative expenses	–	–	–	–
Financial expenses	–	–	–	–
Add: Other income	–	–	–	–
Investment income	–	–	–	–
Gains/losses from changes in fair value	–	–	–	–
Credit losses	–	–	–	–
Impairment losses	–	–	–	–
Gains from asset disposals	–	–	–	–
Operating profit	(822,284.49)	–	(77,268,723.08)	(35,969,300.51)
Non-operating income	–	–	–	–
Non-operating expenses	–	–	–	–
Profit before taxation	(822,284.49)	–	(77,268,723.08)	(35,969,300.51)
Income tax	–	–	–	–
Net profit for the year	(822,284.49)	–	(77,268,723.08)	(35,969,300.51)
Total segment assets	3,288,764,931.86	1,704,000,000.00	242,711,232.33	268,647,924.38
Supplementary information:				
Depreciation and amortisation expenses	–	–	71,068,338.49	68,093,339.82
Interest income	–	–	–	–
Interest expenses	–	–	–	–
Income from long-term equity investments accounted for using the equity method	–	–	–	–
Increase in non-current assets other than long-term equity investments	1,584,670,000.00	1,704,000,000.00	1,666,915.70	614,847.76

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Real estate business		Sales of electricity	
	2025	2024	2025	2024
Segment operating income	75,074,413.31	169,247,307.63	685,134,055.48	719,730,356.19
Operating cost	14,777,090.76	79,574,986.31	362,173,702.26	354,881,102.24
Including: Amortisation of toll roads operation rights	—	—	—	—
Costs of petrol and other goods sold in service zones	—	—	—	—
Operating profit	60,297,322.55	89,672,321.32	322,960,353.22	364,849,253.95
Reconciling items:				
Less: Taxes and surcharges	8,195,697.31	33,394,255.50	2,058,243.98	1,805,585.51
Selling and distribution expenses	5,746,711.72	5,943,654.82	—	—
Research and development expenses	—	—	91,823.92	—
General and administrative expenses	—	—	—	—
Financial expenses	—	—	—	—
Add: Other income	136,511.88	123,941.11	—	—
Investment income	—	—	—	—
Gains/losses from changes in fair value	—	—	—	—
Credit losses	—	—	—	—
Impairment losses	—	—	—	(1,172,039.15)
Gains from asset disposals	13,145.64	—	—	—
Operating profit	46,504,571.04	50,458,352.11	320,810,285.32	361,871,629.29
Non-operating income	—	—	—	—
Non-operating expenses	—	—	—	—
Profit before taxation	46,504,571.04	50,458,352.11	320,810,285.32	361,871,629.29
Income tax	—	—	—	—
Net profit for the year	46,504,571.04	50,458,352.11	320,810,285.32	361,871,629.29
Total segment assets	1,860,690,131.60	1,980,260,294.78	4,236,231,776.28	4,291,791,610.71
Supplementary information:				
Depreciation and amortisation expenses	44,215,116.08	43,268,233.46	308,711,385.88	312,511,616.25
Interest income	—	—	—	—
Interest expenses	—	—	—	—
Income from long-term equity investments accounted for using the equity method	—	—	—	—
Increase in non-current assets other than long-term equity investments	84,005,250.61	70,327,423.53	351,906,818.61	125,427,384.53

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(1) Segment results and assets (Continued)

	Advertising and others		Unallocated items and Consolidation offset		Total	
	2025	2024	2025	2024	2025	2024
Segment operating income	182,467,942.04	198,771,458.25	8,155,596,885.88	10,865,953,803.87	20,289,199,757.75	23,198,204,414.58
Operating cost	149,151,007.34	154,027,236.08	8,155,596,885.88	10,865,953,803.87	14,188,011,306.93	17,101,001,522.62
Including: Amortisation of toll roads operation rights	-	-	-	-	1,752,109,326.14	1,752,421,578.16
Costs of petrol and other goods sold in service zones	-	-	-	-	1,307,025,321.39	1,297,697,685.39
Operating profit	33,316,934.70	44,744,222.17	-	-	6,101,188,450.82	6,097,202,891.96
Reconciling items:						
Less: Taxes and surcharges	1,345,267.52	1,402,312.75	-	-	88,660,130.47	119,441,513.52
Selling and distribution expenses	-	-	-	-	5,746,711.72	5,943,654.82
Research and development expenses	-	-	-	-	91,823.92	-
General and administrative expenses	-	-	217,416,423.70	224,086,176.24	282,051,123.81	298,604,867.79
Financial expenses	-	-	832,187,227.06	956,660,179.31	832,187,227.06	956,660,179.31
Add: Other income	-	-	2,316,565.25	3,151,939.87	66,899,694.72	15,556,176.23
Investment income	-	-	1,254,603,234.17	1,779,966,685.25	1,254,603,234.17	1,779,966,685.25
Losses from changes in fair value	-	-	(41,621,349.57)	(149,698,640.86)	(41,621,349.57)	(149,698,640.86)
Credit losses	-	-	(32,031,579.17)	(10,081,882.11)	(32,031,579.17)	(10,081,882.11)
Impairment losses	-	-	-	-	-	(23,639,367.06)
(Losses)/Gains from asset disposals	(1,290,313.43)	457,356.13	-	-	(361,294.49)	11,543,178.34
Operating profit	30,681,353.75	43,799,265.55	133,663,219.92	442,591,746.60	6,139,940,139.50	6,340,198,826.31
Non-operating income	-	-	11,630,842.60	11,937,722.92	11,630,842.60	11,937,722.92
Non-operating expenses	-	-	45,999,244.59	35,311,176.78	45,999,244.59	35,311,176.78
Profit before taxation	30,681,353.75	43,799,265.55	99,294,817.93	419,218,292.74	6,105,571,737.51	6,316,825,372.45
Income tax	-	-	1,284,153,481.21	1,146,418,310.91	1,284,153,481.21	1,146,418,310.91
Net profit/(loss) for the year	30,681,353.75	43,799,265.55	(1,184,858,663.28)	(727,200,018.17)	4,821,418,256.30	5,170,407,061.54
Total segment assets	791,996,286.54	595,062,565.05	33,639,921,307.99	35,296,875,217.22	96,388,991,421.56	89,886,075,247.13
Supplementary information:						
Depreciation and amortisation expenses	3,399,531.33	4,803,919.21	111,124,110.14	80,811,115.26	2,609,392,955.72	2,547,864,908.90
Interest income	-	-	13,711,198.11	20,903,479.85	13,711,198.11	20,903,479.85
Interest expenses	-	-	838,994,863.39	963,483,489.08	838,994,863.39	963,483,489.08
Income from long-term equity investments accounted for using the equity method	-	-	789,571,263.88	907,146,375.29	789,571,263.88	907,146,375.29
Increase in non-current assets other than long-term equity investments	362,929.58	416,006.77	-	-	9,419,601,904.36	12,450,509,690.88

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XV. OTHER SIGNIFICANT ITEMS (CONTINUED)

1. Segment reporting (Continued)

(2) Geographical information

All income and non-current assets of the Group are located in Jiangsu Province.

(2) Major customers

There is no significant reliance on specific customers.

2. Defined contribution plans

According to the pension, unemployment insurance plans set up by the government institutions or assigned with financial institutions, the Group monthly pays to the plans for the staff at 16% and 0.5% of the average basic salary of staff in prior year respectively. The Group participates in annuity plans operated and managed by independent third parties and contributes monthly at 8% of the average monthly basic salary of the previous year to the banking institutions designated by such plans. Apart from the above monthly payment, the Group bears no longer further payment obligation. Corresponding expenses are recorded in the profits and losses of current period or the cost of the related assets.

The Group shall pay RMB130,079,260.38, RMB70,132,996.58 and RMB4,150,683.02 to the pension insurance plan, the annuity plan and the unemployment insurance plan, respectively (2024 : RMB125,720,498.38, RMB68,614,649.99 and RMB3,994,244.46). The Group's plan contributions for pension, annuity and unemployment insurance as at 31 December 2024 have been fully paid.

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS

1. Financial assets held for trading

Item	Note	2025	2024
Financial assets at fair value through profit or loss		430,000,000.00	1,592,000,000.00
Including: Financial products	(1)	430,000,000.00	1,592,000,000.00
Total		430,000,000.00	1,592,000,000.00

(1) Financial products

The Company invests its spare funds in financial products issued by banks and other financial institutions. These financial products usually have preset maturity and expected rate of return, and have a wide range of investments, including government and corporate bonds, central bank bills, money market funds and other listed and unlisted equity securities in China. The Company classifies them as financial assets measured at fair value through profit and loss, and listed them as trading financial assets.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

2. Accounts receivable

(1) Accounts receivable

Type	2025	2024
Amounts due from related party	326,451,148.27	286,540,687.97
Amounts due from third party	54,171,135.45	104,304,409.97
Sub-total	380,622,283.72	390,845,097.94
Less: Provision for bad and doubtful debts	4,674,154.55	3,955,314.51
Total	375,948,129.17	386,889,783.43

(2) The ageing analysis of accounts receivable is as follows:

Ageing	2025	2024
Within 1 year (inclusive)	331,558,781.57	305,380,517.41
Over 1 year but within 2 years (inclusive)	19,020,714.16	81,761,064.38
Over 2 years but within 3 years (inclusive)	29,034,212.99	416,626.72
Over 3 years	1,008,575.00	3,286,889.43
Sub-total	380,622,283.72	390,845,097.94
Less: Provision for bad and doubtful debts	4,674,154.55	3,955,314.51
Total	375,948,129.17	386,889,783.43

The ageing is counted starting from the date when accounts receivable are recognised.

(3) Accounts receivable by provisioning method

Category	2025					2024				
	Book value	Book value	Provision for bad and doubtful debts		Carrying amount	Book value	Book value	Provision for bad and doubtful debts		Carrying amount
	Amount	Percentage (%)	Amount	Percentage (%)		Amount	Percentage (%)	Amount	Percentage (%)	
Individual assessment	1,710,232.43	0.45	1,710,232.43	100.00	-	1,710,232.43	0.44	1,710,232.43	100.00	-
Collective assessment	378,912,051.29	99.55	2,963,922.12	0.78	375,948,129.17	389,134,865.51	99.56	2,245,082.08	0.58	386,889,783.43
Total	380,622,283.72	100.00	4,674,154.55	1.23	375,948,129.17	390,845,097.94	100.00	3,955,314.51	1.01	386,889,783.43

As at December 31 2025, the Company had no significant individually bad debt provisioned accounts receivable (December 31 2024: None).

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

2. Accounts receivable (Continued)

- (4) Movements of provisions for bad and doubtful debts

	Individual assessment	2025 Collective assessment	Total	Individual assessment	2024 Collective assessment	Total
Balance at the beginning of the year	1,710,232.43	2,245,082.08	3,955,314.51	1,710,232.43	766,404.13	2,476,636.56
Additions during the year	-	718,840.04	718,840.04	-	1,478,677.95	1,478,677.95
Balance at the end of the year	1,710,232.43	2,963,922.12	4,674,154.55	1,710,232.43	2,245,082.08	3,955,314.51

- (5) Five largest accounts receivable by debtor at the end of the year:

The five largest accounts receivable of the Company amounted to RMB304,549,933.97, accounting for 80.01% of the total accounts receivable at the end of the year, and the corresponding balance of provision for bad and doubtful debts is RMBnil.

- (6) Derecognition of accounts receivable due to transfer of financial assets:

The Company has no accounts receivable derecognition due to transfer to financial assets this year (2024: none).

- (7) Assets and liabilities recognised due to the continuing involvement of accounts receivable transferred:

The Company does not transfer receivables this year and continues to involve in the formation of assets and liabilities (2024: none).

3. Other receivables

	Note	2025	2024
Dividends receivable	(1)	-	236,106,125.76
Others	(2)	3,103,202.47	3,972,779.91
Total		3,103,202.47	240,078,905.67

- (1) Dividends receivable

Investee	2025	2024
Bank of Jiangsu	-	220,796,165.76
Wufengshan Bridge	-	10,320,000.00
Kuailu Company	-	4,989,960.00
Total	-	236,106,125.76

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

3. Other receivables (Continued)

(2) Others

(a) Others by customer type:

Customer type	2025	2024
Amounts due from related party	–	125,546.68
Amounts due from third party	3,203,419.35	3,947,450.11
Sub-total	3,203,419.35	4,072,996.79
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	3,103,202.47	3,972,779.91

(b) The ageing analysis is as follows:

Ageing	2025	2024
Within 1 year (inclusive)	1,656,881.25	1,757,538.88
Over 1 year but within 2 years (inclusive)	283,761.09	40,691.60
Over 2 years but within 3 years (inclusive)	–	316,073.50
Over 3 years	1,262,777.01	1,958,692.81
Sub-total	3,203,419.35	4,072,996.79
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	3,103,202.47	3,972,779.91

(c) Others by provisioning method

Category	Book value		2025 Provision for bad and doubtful debts		Carrying amount	Book value		2024 Provision for bad and doubtful debts		Carrying amount
	Amount	Percentage (%)	Amount	Percentage (%)		Amount	Percentage (%)	Amount	Percentage (%)	
Individual assessment	–	–	–	–	–	–	–	–	–	–
Collective assessment	3,203,419.35	100.00	100,216.88	3.13	3,103,202.47	4,072,996.79	100.00	100,216.88	2.46	3,972,779.91
Total	3,203,419.35	100.00	100,216.88	3.13	3,103,202.47	4,072,996.79	100.00	100,216.88	2.46	3,972,779.91

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

3. Other receivables (Continued)

(2) Others (Continued)

(d) Movements of provision for bad and doubtful debts

Provision for bad and doubtful debts	2025				2024			
	Stage 1 12-month ECL	Stage 2 Lifetime ECL – Not credit impaired	Stage 3 Lifetime ECL – Credit impaired	Total	Stage 1 12-month ECL	Stage 2 Lifetime ECL – Not credit impaired	Stage 3 Lifetime ECL – Credit impaired	Total
Balance at the beginning of the year	100,216.88	-	-	100,216.88	100,216.88	-	15,812,140.02	15,912,356.90
Transfer to stage 2	-	-	-	-	-	-	-	-
Transfer to stage 3	-	-	-	-	-	-	-	-
Reverse to stage 2	-	-	-	-	-	-	-	-
Reverse to stage 1	-	-	-	-	-	-	-	-
Additions during the year	-	-	-	-	-	-	-	-
Recoveries or reversals during the year	-	-	-	-	-	-	15,000,000.00	15,000,000.00
Written-off during the year	-	-	-	-	-	-	812,140.02	812,140.02
Balance at the end of the year	100,216.88	-	-	100,216.88	100,216.88	-	-	100,216.88

(e) Others categorised by nature

Nature of other receivables	2025	2024
Petty cash	1,455,323.38	1,678,953.66
Others	1,748,095.97	2,394,043.13
Sub-total	3,203,419.35	4,072,996.79
Less: Provision for bad and doubtful debts	100,216.88	100,216.88
Total	3,103,202.47	3,972,779.91

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

3. Other receivables (Continued)

(2) Others (Continued)

(f) Five largest others-by debtor at the end of the year

Debtor	Nature of the receivable	Balance at the end of the year	Ageing	Percentage of ending balance of others (%)	Ending balance of provision for bad and doubtful debts
Wuxi China Resources Gas Co., Ltd.	other	135,000.00	More than 3 years	4.21	–
Wuxi Housing Management Service Center	other	44,151.95	1-2 years	1.38	–
Changzhou Expressway Traffic Police Brigade	other	35,096.51	Within 1 year	1.10	–
Jiangsu Provincial Expressway Traffic and Transport Law Enforcement Corps Riverside Detachment	other	25,810.93	Within 1 year	0.81	–
Suzhou Dingdingxin Property Management Co., Ltd	other	24,112.92	Within 1 year	0.75	–
Total		264,172.31		8.25	–

4. Non-current liabilities due within one year

Item	2025	2024
Subsidiary transactions	71,235,495.96	1,353,042,008.22
Total	71,235,495.96	1,353,042,008.22

5. Other current assets

Item	2025	2024
Subsidiary transactions	1,732,891,318.03	2,791,146,821.47
Prepaid corporate income tax	103,920,781.20	–
Input tax to be deducted	2,075,345.97	619,567.38
Others	183,945.48	22,050.65
Total	1,839,071,390.68	2,791,788,439.50

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

6. Long-term equity investments

Item	2025			2024		
	Book value	Provision for impairment	Carrying amount	Book value	Provision for impairment	Carrying amount
Investments in subsidiaries	21,259,505,870.05	-	21,259,505,870.05	19,255,228,670.05	-	19,255,228,670.05
Investments in associates	9,489,569,125.71	-	9,489,569,125.71	8,804,195,068.24	-	8,804,195,068.24
Less: Provisions	-	-	-	-	-	-
Total	30,749,074,995.76	-	30,749,074,995.76	28,059,423,738.29	-	28,059,423,738.29

(1) Investments in subsidiaries:

	Balance at the beginning of the year	Increase during the year	Decrease during the year	Balance at the end of the year	Provision made during the year	Impairment at the end of the year
Wufengshan Bridge						
Longtan Bridge	3,112,980,000.00	108,517,200.00	-	3,221,497,200.00	-	-
Ninghu Investment Company	3,436,210,000.00	-	-	3,436,210,000.00	-	-
Guangjing Xicheng Company	2,154,434,377.98	-	-	2,154,434,377.98	-	-
Yunshan Green Energy	2,507,500,000.00	977,500,000.00	-	3,485,000,000.00	-	-
Ninghu Properties Company	2,073,782,181.20	231,300,000.00	-	2,305,082,181.20	-	-
Zhendan Company	500,000,000.00	-	-	500,000,000.00	-	-
Hanwei Company	423,910,000.00	-	-	423,910,000.00	-	-
Yangtze Commerce and Energy Company	374,499,800.00	-	-	374,499,800.00	-	-
Yangtze River Management Company	100,000,000.00	-	-	100,000,000.00	-	-
Ninghu International Company	50,000,000.00	-	-	50,000,000.00	-	-
Xitai Company	732,310.87	-	-	732,310.87	-	-
Danjin Company	3,250,000,000.00	-	-	3,250,000,000.00	-	-
Total	1,271,180,000.00	686,960,000.00	-	1,958,140,000.00	-	-
Wufengshan Bridge	19,255,228,670.05	2,004,277,200.00	-	21,259,505,870.05	-	-

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

6. Long-term equity investments (Continued)

(2) Investments in associates

Investee	Balance at the beginning of the year	Movements during the year				Balance at the end of the year	Balance of provision for impairment at the end of the year
		Investment income recognised under equity method	Other comprehensive income	Other equity movement	Declared distribution of cash dividends or profits		
Associates							
Yangtze Bridge Company	2,932,585,301.53	303,936,170.16	117,824,613.59	612,919.57	(34,190,139.60)	3,320,768,865.25	-
Suzhou Expressway Management	2,318,458,786.78	147,706,153.50	-	-	(54,620,883.00)	2,411,544,057.28	-
Zijin Trust	2,413,640,316.94	221,572,592.12	(4,830,185.29)	-	(52,142,000.00)	2,578,240,723.77	-
Group Finance Company	751,125,464.67	28,093,412.13	-	-	(12,500,000.00)	766,718,876.80	-
Xiandai R&B Company	200,325,980.46	14,994,992.54	-	1,754,265.07	-	217,075,238.07	-
Culture Media	86,751,801.48	3,851,052.29	(200,955.59)	-	-	90,401,898.18	-
Network Operation Company	57,489,481.24	3,588,611.66	-	-	-	61,078,092.90	-
Kuailu Company	30,108,671.15	331,412.46	-	-	-	30,440,083.61	-
Yuexin Ninghu Company	13,709,263.99	(407,974.14)	-	-	-	13,301,289.85	-
Total	8,804,195,068.24	723,666,422.72	112,793,472.71	2,367,184.64	(153,453,022.60)	9,489,569,125.71	-

7. Investments in other equity instruments

Item	Balance at the beginning of the year	Movements during the year					Dividend income recognised for the year	Accumulated gains recognised in other comprehensive income	Accumulated losses recognised in other comprehensive income	Reason for being designated
		Increase in capital	Decrease in capital	Gains recognised in other comprehensive income for the year	Losses recognised in other comprehensive income for the year	Others				
Bank of Jiangsu (Note 1)	7,081,052,736.00	-	-	418,229,184.00	-	-	7,499,281,920.00	154,600,581.12	3,276,057,651.60	- Non-tradable investment in equity instruments

Note 1: This represents the ordinary shares of A-share listed company Bank of Jiangsu Co., Ltd. Held by the Group. Bank of Jiangsu was listed in 2016. The Group designated it as a financial asset measured at fair value through other comprehensive income ("FVTOCI"), and subsequent changes in fair values are included in other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

8. Fixed assets

(1) Fixed assets

Item	Plant & buildings	Safety equipment	Toll and ancillary equipment	Communication and surveillance equipment	Machinery & equipment	Electronic equipment	Motor vehicles	Office & other equipment	Total
Cost									
Balance at the beginning of the year	1,566,382,410.71	719,653,778.22	363,430,054.14	398,585,285.88	423,861,696.91	67,198,912.53	38,150,191.12	40,686,580.55	3,617,948,910.06
Additions during the year	18,462,630.03	4,918,907.46	52,694,875.78	44,577,448.34	12,204,040.46	4,884,992.60	318,407.08	2,086,236.76	140,147,538.51
– Purchases	51,859.50	61,185.90	140,000.00	1,586,250.61	9,655,063.56	3,395,351.39	318,407.08	679,731.61	15,887,849.65
– Transfers from construction in progress	12,196,701.31	4,452,903.48	33,083,777.48	38,231,013.51	231,031.00	443,719.72	–	–	88,639,146.50
– Settlement adjustment	6,214,069.22	404,818.08	19,471,098.30	4,760,184.22	2,317,945.90	1,045,921.49	–	1,406,505.15	35,620,542.36
Decrease during the year	30,791,070.91	2,019,562.65	16,735,547.84	42,959,970.07	50,710,968.92	5,206,765.68	3,563,191.79	1,505,788.76	153,492,866.62
– Disposals or written-offs during the year	24,428,423.34	1,095,371.85	12,038,211.86	36,504,030.33	34,339,853.39	5,108,849.10	3,563,191.79	1,503,308.76	118,581,240.42
– Other transfer out-settlement adjustment	6,362,647.57	924,190.80	4,697,335.98	6,455,939.74	16,371,115.53	97,916.58	–	2,480.00	34,911,626.20
Balance at the end of the year	1,554,053,969.83	722,553,123.03	399,389,382.08	400,202,764.15	385,354,768.45	66,877,139.45	34,905,406.41	41,267,028.55	3,604,603,581.95
Accumulated depreciation									
Balance at the beginning of the year	985,312,651.23	662,583,515.50	263,534,435.26	251,705,853.42	290,545,919.25	46,335,641.11	26,416,055.95	30,983,531.95	2,557,417,603.67
Charge for the year	74,994,371.38	10,046,541.98	36,034,973.81	23,298,828.05	20,974,041.56	7,431,599.41	1,827,046.35	3,860,703.73	178,468,106.27
Disposals or written-offs during the year	16,723,435.13	706,880.62	10,752,597.30	35,323,839.95	32,047,362.85	4,911,861.12	3,450,504.43	1,452,928.71	105,369,410.11
Balance at the end of the year	1,043,583,587.48	671,923,176.86	288,816,811.77	239,680,841.52	279,472,597.96	48,855,379.40	24,792,597.87	33,391,306.97	2,630,516,299.83
Provision for impairment									
Balance at the beginning of the year	–	–	–	–	–	–	–	–	–
Charge for the year	–	–	–	–	–	–	–	–	–
Balance at the end of the year	–	–	–	–	–	–	–	–	–
Carrying amounts									
At the end of the year	510,470,382.35	50,629,946.17	110,572,570.31	160,521,922.63	105,882,170.49	18,021,760.05	10,112,808.54	7,875,721.58	974,087,282.12
At the beginning of the year	581,069,759.48	57,070,282.72	99,895,618.88	146,879,432.46	133,315,777.66	20,863,271.42	11,734,135.17	9,703,048.60	1,060,531,306.39

As at 31 December 2025, the Group has no fixed assets as collateral for the Group's liabilities (31 December 2024: none).

As at 31 December 2025, the Group has no temporarily idle fixed assets (31 December 2024: none).

(2) Fixed assets leased out under operating leases

Item	2025	2024
Plant & buildings	62,370,834.77	64,446,938.67

(3) Fixed assets pending certificates of ownership

As at 31 December 2025, the book value of the Group's fixed assets without certificates of ownership is RMB256,152,115.47 (31 December 2024: RMB233,548,197.20), the above assets were incorporated into communication facilities, therefore cannot obtain certification at present.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

9. Intangible assets

(1) Intangible assets

Item	Toll road operation rights-in operation	Land use rights	Software	Total
Cost				
Balance at the beginning of the year	24,405,453,001.79	1,725,422,592.87	62,716,264.92	26,193,591,859.58
Additions during the year	8,483,061.00	–	2,537,129.63	11,020,190.63
– Purchase	–	–	24,618.00	24,618.00
– Transfer from construction in progress	8,483,061.00	–	2,512,511.63	10,995,572.63
Balance at the end of the year	24,413,936,062.79	1,725,422,592.87	65,253,394.55	26,204,612,050.21
Accumulated amortisation				
Balance at the beginning of the year	15,051,141,612.29	1,591,605,886.21	61,732,972.57	16,704,480,471.07
Additions during the year	992,517,910.76	63,861,062.64	773,637.47	1,057,152,610.87
– Charge for the year	992,517,910.76	63,861,062.64	773,637.47	1,057,152,610.87
Balance at the end of the year	16,043,659,523.05	1,655,466,948.85	62,506,610.04	17,761,633,081.94
Carrying amounts				
At the end of the year	8,370,276,539.74	69,955,644.02	2,746,784.51	8,442,978,968.27
At the beginning of the year	9,354,311,389.50	133,816,706.66	983,292.35	9,489,111,388.51

(2) Land use rights pending certificates of ownership

As at 31 December 2025, the Group has no land use rights without certificates of ownership (31 December 2024: none).

10. Other non-current assets

Item	2025			2024		
	Book value	Provision for impairment	Carrying amount	Book value	Provision for impairment	Carrying amount
Prepayments for land and use right certificate fee	9,713,630.00	–	9,713,630.00	9,713,630.00	–	9,713,630.00
Transactions with subsidiaries	3,284,300,000.00	–	3,284,300,000.00	874,300,000.00	–	874,300,000.00
Total	3,294,013,630.00	–	3,294,013,630.00	884,013,630.00	–	884,013,630.00

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

11. Short-term loans

(1) Short-term loans by category:

Category	2025	2024
Credit loans	400,257,888.00	400,281,112.00

(2) Short-term loans by category:

As at 31 December 2025, there are no short-term loans overdue but not yet repaid (31 December 2024: none).

12. Accounts payable

Details of accounts payable are as follows:

Item	2025	2024
Subsidiary	–	380,485.13
Amounts due to other related party	397,870,271.63	253,986,430.82
Amounts due to third party	525,150,985.94	587,709,447.94
Total	923,021,257.57	842,076,363.89

At the end of 31 December 2025, the Company has no significant accounts payable with ageing of more than one year (31 December 2024: none).

13. Non-current liabilities due within one year

Item	2025	2024
Long-term loans due within one year (Note XVI. 15)	821,541,394.14	322,455,920.06
Bonds payable due within one year (Note XVI. 16)	1,105,202,779.36	6,289,505,587.19
Total	1,926,744,173.50	6,611,961,507.25

14. Other current liabilities

Item	2025	2024
Super short-term bonds	3,820,406,408.00	4,129,347,189.00
Output VAT to be transferred	–	771,357.33
Total	3,820,406,408.00	4,130,118,546.33

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

14. Other current liabilities (Continued)

The movements of super short-term bonds:

Name of bond	Face value	Coupon rate	Issuance date	Maturity period	Issuance amount	Balance at the beginning of the year	Issuance during the year	Interest at face value	Repayment during the year	Balance at the end of the year	Default (Y/N)
Super short-term bonds payable											
24 NingHu Gao SCP015	100	2.02%	12 September 2024	126	400,000,000.00	402,468,889.00	-	320,371.27	402,789,260.27	-	N
24 NingHu Gao SCP016	100	2.01%	23 September 2024	177	560,000,000.00	563,064,134.00	-	2,394,255.04	565,458,389.04	-	N
24 NingHu Gao SCP017	100	2.05%	14 October 2024	94	600,000,000.00	602,665,000.00	-	502,671.23	603,167,671.23	-	N
24 NingHu Gao SCP018	100	2.04%	14 October 2024	129	400,000,000.00	401,768,000.00	-	1,115,945.21	402,883,945.21	-	N
24 NingHu Gao SCP019	100	2.04%	14 October 2024	93	500,000,000.00	502,181,666.00	-	417,238.11	502,598,904.11	-	N
24 NingHu Gao SCP020	100	2.04%	15 October 2024	177	550,000,000.00	552,399,834.00	-	3,041,097.51	555,440,931.51	-	N
24 NingHu Gao SCP021	100	2.04%	15 October 2024	177	500,000,000.00	502,181,666.00	-	2,764,635.37	504,946,301.37	-	N
24 NingHu Gao SCP022	100	2.04%	15 October 2024	128	600,000,000.00	602,618,000.00	-	1,674,383.56	604,292,383.56	-	N
25 NingHu Gao SCP001	100	1.86%	18 March 2025	128	560,000,000.00	-	560,000,000.00	3,652,734.25	563,652,734.25	-	N
25 NingHu Gao SCP002	100	1.80%	9 April 2025	127	590,000,000.00	-	590,000,000.00	3,695,178.08	593,695,178.08	-	N
25 NingHu Gao SCP003	100	1.52%	10 June 2025	128	200,000,000.00	-	200,000,000.00	1,066,082.19	201,066,082.19	-	N
25 NingHu Gao SCP004	100	1.48%	22 July 2025	170	560,000,000.00	-	560,000,000.00	3,729,601.00	-	563,729,601.00	N
25 NingHu Gao SCP005	100	1.49%	12 August 2025	156	590,000,000.00	-	590,000,000.00	3,443,141.00	-	593,443,141.00	N
25 NingHu Gao SCP006	100	1.50%	18 August 2025	171	500,000,000.00	-	500,000,000.00	2,812,499.00	-	502,812,499.00	N
25 NingHu Gao SCP007	100	1.52%	26 August 2025	163	1,000,000,000.00	-	1,000,000,000.00	5,362,223.00	-	1,005,362,223.00	N
25 NingHu Gao SCP008	100	1.57%	10 September 2025	218	700,000,000.00	-	700,000,000.00	3,419,111.00	-	703,419,111.00	N
25 NingHu Gao SCP009	100	1.63%	30 September 2025	163	250,000,000.00	-	250,000,000.00	950,833.00	-	250,950,833.00	N
25 NingHu Gao SCP010	100	1.59%	14 October 2025	240	200,000,000.00	-	200,000,000.00	689,000.00	-	200,689,000.00	N
Total					9,260,000,000.00	4,129,347,189.00	5,150,000,000.00	41,050,999.82	5,499,991,780.82	3,820,406,408.00	

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

15. Long-term loans

(1) Long-term loans by category

Items	2025	2024
Guaranteed loans	5,224,388.68	7,124,021.98
Unsecured loans	4,818,699,931.48	5,816,044,914.74
Less: Long-term loans due within one year (Note XVI. 13)	821,541,394.14	322,455,920.06
Total	4,002,382,926.02	5,500,713,016.66

As of 31 December 2025, the annual interest rate of Guaranteed loans is 2.00%, and the annual interest rate range of unsecured loans is 2.17% – 3.45%.

16. Debentures payable

Item	2025	2024
Medium term notes	4,059,282,406.68	3,534,491,272.81
Corporate bonds	3,041,165,106.96	3,754,314,632.43
Less: Debentures payable due within one year (Note XVI. 13)	1,105,202,779.36	6,289,505,587.19
Total	5,995,244,734.28	999,300,318.05

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

16. Debentures payable (Continued)

Movements of debentures:

Debentures Name	Face value (RMB)	Coupon rate	Issuance date	Debentures Maturity period	Interest rate	Issuance amount	Balance at the beginning of the year	Issued this year	Interest at face value	Premium and according to face value	Repayment during the year	Balance at the end of the year	Including: Debentures payable due within one year	Default (Y/N)
20NingHu Gao MTN001	100.00	3.98%	21 August 2020	5 years	3.98%	2,000,000,000.00	2,026,732,769.63	-	50,595,068.49	-	2,077,327,838.12	-	-	N
22NingHu Gao MTN001 (SOI-TECH Innovation note)	100.00	2.49%	13 September 2022	3 years	2.49%	700,000,000.00	704,651,812.46	-	12,272,630.15	-	716,924,442.61	-	-	N
22NingHu Gao MTN002	100.00	2.49%	10 October 2022	3 years	2.49%	300,000,000.00	301,439,604.66	-	5,791,808.22	-	307,231,412.88	-	-	N
22NingHu Gao MTN003	100.00	2.55%	31 October 2022	3 years	2.55%	500,000,000.00	501,667,086.06	-	10,654,109.59	-	512,321,195.65	-	-	N
25 NingHu Gao MTN001	100.00	1.90%	13 January 2025	5years	1.90%	600,000,000.00	-	599,220,000.00	10,962,739.73	144,343.64	-	610,327,083.37	10,962,739.73	N
25NingHu Gao MTN002	100.00	1.77%	8 January 2025	3years	1.77%	900,000,000.00	-	899,730,000.00	15,537,205.46	86,236.40	-	915,353,441.86	15,537,205.46	N
25NingHu Gao MTN003	100.00	1.79%	13 February 2025	3years	1.79%	1,100,000,000.00	-	1,099,670,000.00	17,316,410.95	95,018.79	-	1,117,081,429.74	17,316,410.95	N
25NingHu Gao MTN004	100.00	1.84%	21 April 2025	3years	1.84%	1,400,000,000.00	-	1,398,180,000.00	17,926,136.99	414,314.72	-	1,416,520,451.71	17,926,136.99	N
21NingHu G1 (note)	100.00	3.70%	2 February 2021	3+2 years	2.93%	1,000,000,000.00	1,026,031,550.93	-	29,300,000.00	643,118.89	29,300,000.00	1,026,674,669.82	1,026,674,669.82	N
22NingHu G1	100.00	2.90%	20 April 2022	3 years	2.90%	1,000,000,000.00	1,020,339,726.02	-	8,660,273.98	-	1,029,000,000.00	-	-	N
22NingHu G2	100.00	2.55%	23 August 2022	3 years	2.55%	500,000,000.00	504,247,043.08	-	8,173,972.60	-	512,421,015.68	-	-	N
G22NingHu 1	100.00	2.58%	24 October 2022	3 years	2.58%	700,000,000.00	702,831,303.04	-	14,645,917.81	-	717,477,220.85	-	-	N
22NingHu G3	100.00	2.95%	29 November 2022	3 years	2.95%	500,000,000.00	500,865,009.36	-	13,416,438.35	-	514,281,447.71	-	-	N
25 NingHu G1	100.00	1.88%	19 February 2025	5years	1.88%	500,000,000.00	-	499,350,000.00	8,241,095.87	109,706.65	-	507,700,802.52	8,241,095.87	N
25 NingHu G2	100.00	1.86%	25 August 2025	3years	1.86%	1,000,000,000.00	-	998,700,000.00	6,879,452.05	157,259.16	-	1,005,736,711.21	6,879,452.05	N
25 NingHu G3	100.00	1.87%	31 October 2025	3years	1.87%	500,000,000.00	-	499,350,000.00	1,665,068.49	37,854.92	-	501,052,923.41	1,665,068.49	N
Total						13,200,000,000.00	7,288,805,905.24	5,994,200,000.00	232,038,328.73	1,687,853.17	6,416,284,573.50	7,100,447,513.64	1,105,202,779.36	

Note: On 2 February 2021, the Company issued debenture with a total face value of one billion yuan for maturity period of five years, with the option of the issuer to adjust the coupon rate and the option of investors to sell back at the end of the third year of the bond duration. On 2 February 2024, the Company adjusted the coupon rate of the bond for the next two years to 2.93%, and some investors exercised the selling back option.

17. Other non-current liabilities

Items	2025	2024
Interest-free loan	2,607,640,000.00	2,220,680,000.00
Total	2,607,640,000.00	2,220,680,000.00

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

18. Operating income and operating costs

(1) Operating income and operating costs

Item	Note	2025		2024	
		Income	Cost	Income	Cost
Principal activities		8,241,419,985.18	3,952,356,719.30	8,445,240,526.64	4,163,473,656.06
Other operating activities		164,243,741.72	144,050,712.93	139,089,248.56	120,811,699.15
Total		8,405,663,726.90	4,096,407,432.23	8,584,329,775.20	4,284,285,355.21
Including: revenue from contracts with customers	XVI.18(2)	8,255,831,469.70	3,940,806,424.64	8,423,264,686.75	4,104,640,875.77
Rental income		149,832,257.20	155,601,007.59	161,065,088.45	179,644,479.44

(2) Disaggregation of operating income and operating costs

Type of contract	2025		2024	
	Income	Cost	Income	Cost
By type of business				
Toll road income	6,623,965,400.90	2,318,404,728.55	6,746,580,280.29	2,468,367,731.45
Ancillary services income	1,467,622,327.08	1,478,350,983.16	1,537,595,157.90	1,515,461,445.17
Advertising and others income	164,243,741.72	144,050,712.93	139,089,248.56	120,811,699.15
Total	8,255,831,469.70	3,940,806,424.64	8,423,264,686.75	4,104,640,875.77
By timing of transferring goods or services				
Revenue recognized at a point in time	8,091,587,727.98	3,796,755,711.71	8,284,175,438.19	3,983,829,176.62
Revenue recognized over time	164,243,741.72	144,050,712.93	139,089,248.56	120,811,699.15
Total	8,255,831,469.70	3,940,806,424.64	8,423,264,686.75	4,104,640,875.77

19. Financial expenses

Item	2025	2024
Interest expenses from loans and payables	358,856,221.37	440,561,208.98
Less: Interest income from deposits and receivables	5,831,850.73	9,449,665.88
Net exchange losses	(648,894.79)	5,780,293.48
Bond issuance fee and commission charges for other loans	2,158,813.48	6,536,188.57
Other financial expenses	354,534,289.33	443,428,025.15

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVI. NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

20. Investment income

Item	2025	2024
Income from long-term equity investments accounted for using equity method	723,666,422.72	750,655,359.58
Income from long-term equity investments accounted for using cost method	328,464,858.39	726,508,340.27
Income from investments in other equity instruments during the holding period	154,600,581.12	559,706,021.76
Investment income from financial assets held for trading during the holding period	31,347,537.36	55,033,177.97
Interest income from loans	1,164,833.21	31,591,025.82
Total	1,239,244,232.80	2,123,493,925.40

21. Income tax expenses

Item	Note	2025	2024
Current tax expense for the year based on tax law and regulations		973,844,160.24	939,632,483.44
Changes in deferred tax	(1)	(5,300,031.28)	(1,990,354.92)
Total		968,544,128.96	937,642,128.52

(1) The analysis of changes in deferred tax is set out below:

Item	2025	2024
Origination and reversal of temporary differences	(5,300,031.28)	(1,990,354.92)

(2) Reconciliation between income tax expenses and accounting profit:

Item	2025	2024
Profits before taxation	4,869,984,092.90	5,671,878,266.85
Expected income tax expenses at tax rate of 25%	1,217,496,023.23	1,417,969,566.71
Effect of non-taxable income	(301,682,965.56)	(509,217,430.41)
Effect of non-deductible costs, expense and losses	52,731,071.29	28,889,992.22
Income tax expenses	968,544,128.96	937,642,128.52

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVII. EXTRAORDINARY GAINS AND LOSSES IN 2025

Item	Amount	Note
(1) Disposal of non-current assets	(361,294.49)	Note 1
(2) Government grants recognised in profit or loss (except for those which are closely related to the company's normal operations, which the company is entitled to under established standards in accordance with government policies and which have a continuing impact on the profits and losses of the company)	53,748,724.44	Note 1
(3) For a company which is not a financial institution, gains and losses arising from changes in the fair value of financial assets and financial liabilities held by the company, and those arising from the disposal of financial assets and financial liabilities, other than those held for effective hedging related to normal operations	73,150,531.20	Note 1
(4) Custody fees received for entrusted operations	64,896,328.45	Note 1
(5) Other non-operating income and expenses besides items above	(34,368,401.99)	Note 1
Sub-total	157,065,887.61	
(6) Tax effect	(22,304,064.73)	
(7) Effect on non-controlling interests after taxation	(9,130,022.80)	
Total	125,631,800.08	

Note 1: Extraordinary gain and loss items listed above are presented in the amount before taxation.

XVIII. RETURN ON NET ASSETS AND EARNINGS PER SHARE

In accordance with "Regulation on the Preparation of Information Disclosures by Companies Issuing Securities No.9 – Calculation and Disclosure of the Return on Net Assets and Earnings Per Share" (2010 revised) issued by the CSRC and relevant accounting standards, the Group's return on net assets and earnings per share are calculated as follows:

Profit for the reporting period	Weighted average return on net assets (%)	Basic earnings per share	Diluted earnings per share
Net profit attributable to the Company's ordinary equity shareholders	11.48%	0.9119	0.9119
Net profit excluding extraordinary gain and loss attributable to the Company's ordinary equity shareholders	11.17%	0.8870	0.8870

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVIII. RETURN ON NET ASSETS AND EARNINGS PER SHARE (CONTINUED)

1. Calculation of earnings per share

(1) Basic earnings per share

For the calculation of basic earnings per share, refer to Note V.59.

(2) Basic earnings per share excluding extraordinary gains and losses

Basic earnings per share excluding extraordinary gains and losses is calculated by dividing consolidated net profit excluding extraordinary gains and losses attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding:

	2025	2024
Consolidated net profit attributable to ordinary shareholders of the Company	4,593,870,605.31	4,946,691,605.41
Extraordinary gains and losses attributable to ordinary shareholders of the Company	125,631,800.08	66,239,244.99
Consolidated net profit excluding extraordinary gains and losses attributable to the Company's ordinary equity shareholders	4,468,238,805.23	4,880,452,360.42
Weighted average number of ordinary shares outstanding of the Company	5,037,747,500.00	5,037,747,500.00
Basic earnings per share excluding extraordinary gains and losses (RMB/share)	0.8870	0.9688

(3) Diluted earnings per share

For calculation of the diluted earnings per share, refer to Note V.59.

(4) Diluted earnings per share excluding extraordinary gains and losses

During the reporting period, the Company does not have dilutive potential ordinary shares. Diluted earnings per share excluding extraordinary gains and losses is the same as basic earnings per share excluding extraordinary gains and losses.

NOTES TO THE FINANCIAL STATEMENTS

(Expressed in RMB unless otherwise indicated)

XVIII. RETURN ON NET ASSETS AND EARNINGS PER SHARE (CONTINUED)

2. Calculation of weighted average return on net assets

(1) Weighted average return on net assets

Weighted average return on net assets is calculated by dividing consolidated net profit attributable to ordinary shareholders of the Company by the weighted average amount of consolidated net assets:

	2025	2024
Consolidated net profit attributable to ordinary shareholders of the Company	4,593,870,605.31	4,946,691,605.41
Weighted average amount of consolidated net assets of the Company	40,019,713,742.69	36,292,041,479.37
Weighted average return on net assets (%)	11.48	13.63

The calculation of the weighted average amount of consolidated net assets is as follows:

	2025	2024
Consolidated net assets at the beginning of the year attributable to the Company's ordinary equity shareholders	38,596,795,651.66	33,987,287,307.06
Effect of consolidated net profit attributable to ordinary shareholders of the Company	2,296,935,302.66	2,473,345,802.71
Effects on changes in fair value of investments in other equity instruments and changes in special reserve	360,230,925.87	1,015,279,032.10
Effects on cash dividends paid	(1,234,248,137.50)	(1,183,870,662.50)
Weighted average amount of consolidated net assets at the ending of the year attributable to the Company's ordinary equity shareholders	40,019,713,742.69	36,292,041,479.37

(2) Weighted average return on net assets excluding extraordinary gains and losses

Weighted average return on net assets excluding extraordinary gains and losses is calculated by dividing consolidated net profit excluding extraordinary gains and losses attributable to ordinary shareholders of the Company by the weighted average amount of consolidated net assets:

	2025	2024
Consolidated net profit excluding extraordinary gains and losses attributable to the Company's ordinary equity shareholders	4,468,238,805.23	4,880,452,360.42
Weighted average amount of consolidated net assets attributable to the Company's ordinary equity shareholders	40,019,713,742.69	36,292,041,479.37
Weighted average return on net assets excluding extraordinary gains and losses (%)	11.17	13.45



Jiangsu Expressway Company Limited

(Hong Kong Stock Exchange Stock Code: 00177)

