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浙江滬杭甬高速公路股份有限公司
ZHEJIANG EXPRESSWAY CO., LTD.

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

(Stock code: 0576)

(1) CONNECTED TRANSACTION
THE COMPENSATED FARMLAND BENCHMARK
ADJUSTMENT AGREEMENT;
AND
(2) SUPPLEMENTAL ANNOUNCEMENT TO
THE 2024 ANNUAL REPORT REGARDING USE OF PROCEEDS
FROM THE RIGHTS ISSUE

(1) THE COMPENSATED FARMLAND BENCHMARK ADJUSTMENT AGREEMENT

On September 10, 2025, Zhajiasu Co, a non-wholly owned subsidiary of the Company, entered into the Compensated Farmland Benchmark Adjustment Agreement with Shenhai Co, pursuant to which, Shenhai Co agreed to allocate the surplus compensated farmland benchmarks from the Sanmen Ma'aoling Section of the reconstruction and expansion project of YongTaiWen Expressway to Zhajiasu Co for the Project, and Zhajiasu Co agreed to pay a fee for such adjustment to compensated farmland benchmarks.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Communications Group is a controlling shareholder of the Company. Shenhai Co, a 75% owned subsidiary of Communications Group, is a connected person of the Company. As a result, the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement are more than 0.1% but less than 5%, the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement is subject to the reporting and announcement requirements but exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

(2) SUPPLEMENTAL ANNOUNCEMENT TO THE 2024 ANNUAL REPORT REGARDING USE OF PROCEEDS FROM THE RIGHTS ISSUE

Reference is made to (i) the prospectus in relation to the rights issue of the Company dated November 21, 2023; and (ii) the annual report of the Company for the year ended December 31, 2024. This supplemental announcement is made to provide supplemental information on the expected timetable for use of remaining proceeds raised in the rights issue.

(1) THE COMPENSATED FARMLAND BENCHMARK ADJUSTMENT AGREEMENT

On September 10, 2025, Zhajiasu Co, a non-wholly owned subsidiary of the Company, entered into the Compensated Farmland Benchmark Adjustment Agreement with Shenhai Co, pursuant to which, Shenhai Co agreed to allocate the surplus compensated farmland benchmarks from the Sanmen Ma'aoling Section of the reconstruction and expansion project of YongTaiWen Expressway to Zhajiasu Co for the Project, and Zhajiasu Co agreed to pay a fee for the adjustment to compensated farmland benchmarks.

Principal terms of the Compensated Farmland Benchmark Adjustment Agreement are summarized as below:

Date: September 10, 2025

Parties: (i) Zhajiasu Co (a non-wholly owned subsidiary of the Company); and
(ii) Shenhai Co (a non-wholly owned subsidiary of Communications Group)

Scope of services: Shenhai Co shall allocate the surplus compensated farmland benchmarks from Sanmen Ma'aoling Section of the reconstruction and expansion project of YongTaiWen Expressway to Zhajiasu Co for the Project, and Zhajiasu Co shall, in return, pay to Shenhai Co a fee for adjustment to farmland benchmarks.

The quantity of adjustment to compensated farmland benchmarks under the Compensated Farmland Benchmark Adjustment Agreement shall include 15.7202 hectares of arable land, 7.4689 hectares of paddy fields and a grain production capacity of 160,132.3 kilograms.

Consideration: RMB100,215,165.

Basis of consideration: The consideration is determined after approval from the Natural Resources Bureau of Zhejiang Province (浙江省自然資源廳) as well as arm's length negotiations between the parties with reference to the standards set forth in the "Notice of the General Office of the State Council on Issuing the National Coordinated Management Measures for Cross-Provincial Compensated Farmland and the Cross-Provincial Adjustment Management Measures for Surplus Benchmarks of Urban and Rural Construction Land Increase-Decrease Linkage* (《國務院辦公廳關於印發跨省域補充耕地國家統籌管理辦法和城鄉建設用地增減掛鉤節餘指標跨省域調劑管理辦法的通知》)". The fees for the three types of benchmarks are set out as follows:

- (i) arable land: RMB150,000 per mu
- (ii) paddy fields: RMB150,000 per mu
- (iii) grain production capacity: RMB30,000 per hundred kilograms

The total fee thereunder amounts to RMB100,215,165.

Term of payment: The consideration shall be paid by Zhajiasu Co in one lump sum to Shenhai Co after signing of the Compensated Farmland Benchmark Adjustment Agreement.

Governing law: The laws of the PRC

REASONS FOR AND BENEFITS OF THE COMPENSATED FARMLAND BENCHMARK ADJUSTMENT AGREEMENT

According to the requirements of the relevant regulatory provisions issued by the State Council and the Ministry of Land and Resources, a new mechanism for occupation-compensation balance has been established, which is based on quantity and centered on production capacity. A verification system for three types of benchmarks—arable land quantity, grain production capacity, and paddy field area—has been implemented to ensure the occupation-compensation balance. Therefore, in view of the Project's need to occupy farmland, it's necessary for Zhajiasu Co to purchase compensated farmland benchmarks in accordance with the regulations on the balance of farmland occupation and compensation. Due to the tight supply of provincial or local benchmarks, it is not possible to simultaneously provide the required scale of all

three benchmarks for the Project when applying to the Bureau of Natural Resources of Zhejiang Province or Jiaxing Municipal Bureau of Natural Resources and Planning. In addition, Zhajiasu Co's application for national coordinated benchmarks was also not approved due to changes in the policies of the Ministry of Natural Resources. Subsequently, upon the recommendation of relevant government departments, the Project may use the surplus national coordinated benchmarks for compensated benchmarks through inter-city allocation. Adjustment of surplus compensated farmland benchmarks from Sanmen Ma'aoling Section of the reconstruction and expansion project of YongTaiWen Expressway to the Project will ensure that the necessary farmland benchmarks are met for the Project.

Under the Compensated Farmland Benchmark Adjustment Agreement, Shenhai Co will transfer the surplus compensated farmland benchmarks to Zhajiasu Co at its original purchase price, which is also in line with the unit prices of comparable projects within Zhejiang Province over the past three years. Additionally, the total fee for purchasing the compensated farmland benchmarks from Shenhai Co is more favourable than that from the People's Government of Jiaxing City.

The transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement will be conducted on normal commercial terms, where the consideration paid by Zhajiasu Co to Shenhai Co will not be less favorable than those offered by independent third parties.

Given the above, the Directors (including independent non-executive Directors) who are not required to abstain from voting in the relevant Board resolution are of the opinion that the Compensated Farmland Benchmark Adjustment Agreement is entered into during the usual and ordinary course of business of the Group on normal commercial terms, the terms of which are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

INFORMATION ON THE PARTIES

The Company is a joint stock company established in the PRC on March 1, 1997, the H Shares of which are listed on the Main Board of the Stock Exchange. It is principally engaged in investing in, developing and operating high-grade roads in the PRC. The Group is also engaged in the expressway related development and operation, as well as securities business.

Zhajiasu Co is a limited liability company established in the PRC. As at the date of this announcement, Zhajiasu Co is a 55% owned subsidiary of the Company. It is principally engaged in the operation and management of Zhajiasu Expressway.

Shenhai Co is a limited liability company established in the PRC. As at the date of this announcement, Shenhai Co is a 75% owned subsidiary of the Communications Group. It is principally engaged in management and maintenance of expressways.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Communications Group is a controlling shareholder of the Company. Shenhai Co, a 75% owned subsidiary of Communications Group, is a connected person of the Company. As a result, the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement are more than 0.1% but less than 5%, the transaction contemplated under the Compensated Farmland Benchmark Adjustment Agreement is subject to the reporting and announcement requirements but exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

Among the existing Directors, Mr. Yuan Yingjie, Mr. Fan Ye and Mr. Huang Jianzhang are deemed to have material interests in the Compensated Farmland Benchmark Adjustment Agreement as they are currently also employed by Communications Group and have abstained from voting on the relevant Board resolution. Other than the Directors mentioned above, none of the existing Directors is required to abstain from voting on the relevant Board resolution.

(2) SUPPLEMENTAL ANNOUNCEMENT TO THE 2024 ANNUAL REPORT REGARDING USE OF PROCEEDS FROM THE RIGHTS ISSUE

References are made to (i) the prospectus in relation to the rights issue of the Company dated November 21, 2023 (the “**Rights Issue**”); and (ii) the annual report of the Company for the year ended December 31, 2024 (the “**2024 Annual Report**”). Capitalised terms used herein shall have the same meanings as those defined in the 2024 Annual Report unless the context requires otherwise.

Use of Proceeds from the Rights Issue

The balance of the remaining proceeds raised from the Rights Issue equivalent to Rmb5.20 billion as of December 31, 2024 based on the exchange rate on the same date, which is expected to be used up by December 31, 2028. The timeline for utilizing the proceeds is subject to and will be adjusted accordingly based on the actual progress of the investment projects.

The Company confirmed that the above supplemental information does not affect any other information contained in the 2024 Annual Report. Save as disclosed in this announcement, the content of the 2024 Annual Report remains unchanged.

DEFINITIONS

In this announcement, unless the context specifies otherwise, the following defined expressions have the following meanings:

“Board”	the board of Directors of the Company
“Communications Group”	Zhejiang Communications Investment Group Co., Ltd.* (浙江省交通投資集團有限公司), a state-controlled enterprise established in the PRC on December 29, 2001 and the controlling shareholder of the Company
“Company”	Zhejiang Expressway Co., Ltd. (浙江滬杭甬高速公路股份有限公司), a joint stock limited company established in the PRC on March 1, 1997, whose H Shares are listed on the main board of the Stock Exchange
“Compensated Farmland Benchmarks Adjustment Agreement”	the agreement dated September 10, 2025 entered into between Zhajiasu Co and Shenhai Co in relation to the service to adjust the compensated farmland benchmarks for the Project
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Group”	the Company and its subsidiaries
“H Shares”	the overseas listed foreign shares of RMB1.00 each in the share capital of the Company which are listed on the Stock Exchange and traded in Hong Kong dollars since May 15, 1997
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time

“percentage ratio(s)”	has the meaning ascribed to it under Rule 14.04(9) of the Listing Rules
“PRC”	the People’s Republic of China which, for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Project”	the reconstruction and expansion project of Nanhu Interchange to Zhejiang-Jiangsu Boundary Section of the Zhajiasu Expressway operated by Zhajiasu Co
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the share(s) of the Company
“Shenhai Co”	Zhejiang Taizhou Shenhai Expressway Co., Ltd.* (浙江台州沈海高速公路有限公司), a 75% owned subsidiary of Communications Group as at the date of this announcement
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary”	has the meaning ascribed to it under the Listing Rules
“Zhajiasu Co”	Jiaxing Zhajiasu Expressway Co., Ltd.* (嘉興市乍嘉蘇高速公路有限責任公司), a 55% owned subsidiary of the Company as at the date of this announcement
“%”	per cent

* For identification purposes only

On behalf of the Board
Zhejiang Expressway Co., Ltd.
YUAN Yingjie
Chairman

Hangzhou, the PRC, September 10, 2025

As at the date of this announcement, the Chairman of the Company is Mr. YUAN Yingjie; the executive Directors of the Company are: Mr. WU Wei and Mr. LI Wei; the other non-executive Directors of the Company are: Mr. YANG Xudong, Mr. FAN Ye and Mr. HUANG Jianzhang; and the independent non-executive Directors of the Company are: Mr. PEI Ker-Wei, Ms. LEE Wai Tsang, Rosa and Mr. YU Mingyuan.