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四川成渝高速公路股份有限公司
Sichuan Expressway Company Limited*

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

(Stock Code: 00107)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Sichuan Expressway Company Limited* (the “**Company**”) will be held at 3:00 p.m. on 30 October 2017 (Monday) at Room 420, 4th Floor, 252 Wuhouci Da Jie, Chengdu, Sichuan, the PRC for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions.

ORDINARY RESOLUTION

1. To consider, approve and confirm the investment in and implementation of the expansion construction project of Chengdu–Leshan Expressway Project (the “**Project**”) and other related matters including:

“**THAT:**

the establishment of branch company, subsidiary or any other corporate entity (the “**Project Companies**”) in accordance with relevant laws and regulations for the preparation, construction, operation, management and transfer of the Project be and is hereby approved and confirmed; subject to the approval(s) (if required) of the relevant PRC governmental authorities, applications by the Company or Project Companies to banks and other financial institutions for loans or other financial capital up to the total investment amount for the Project, and provision of guarantee as required be and are hereby approved and confirmed; subject to

the approval(s) of the relevant PRC governmental authorities, adjustment(s) in the total investment amount for the Project from time to time in accordance with the applicable laws be and are hereby approved and confirmed; and the establishment of a committee comprising any three directors, for and on behalf of the Company, to negotiate, prepare, execute, amend, supplement and implement all the documents in connection with the Project and to take all steps necessary or expedient to implement the Project and the transactions contemplated thereunder be and is hereby approved and confirmed.”

By order of the Board
Sichuan Expressway Company Limited*
Zhang Yongnian
Company Secretary

Chengdu, Sichuan, the PRC
14 September 2017

Notes:

1. The register of members of H Shares will be closed from 30 September 2017 (Saturday) to 30 October 2017 (Monday), both days inclusive, during which period no transfer of H Shares will be effected. In order to qualify for attending the EGM, unregistered holders of H Shares shall ensure that all transfers of H Shares accompanied by the relevant share certificates and the appropriate transfer documents must be lodged with the Company’s H Share Registrar, Hong Kong Registrars Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 29 September 2017 (Friday).
2. Any holder of H Shares who has registered on the register of members of H Shares before the close of business on 29 September 2017 (Friday) is entitled to attend the EGM after registration for the meeting. He/she is also entitled to appoint one or more proxies to attend and vote at the EGM on his/her behalf in accordance with the Articles of Association of the Company. A proxy need not be a Shareholder of the Company.
3. In order to be valid, the form of proxy of holders of H Shares and, if such form of proxy is signed by a person under a power of attorney or other authority on behalf of the principal, a notarially certified copy of that power of attorney or authority shall be deposited at the Company’s H Share Registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the EGM (or any adjournment thereof) or 24 hours before the time appointed for the passing of the resolution(s).
4. Shareholders or their proxies should produce their identity documents when attending the EGM. Should a proxy be appointed, the proxy shall also present the form of proxy.
5. Pursuant to the Articles of Association of the Company and the Listing Rules, the Chairman of the EGM will demand a poll in relation to all the resolution(s) proposed at the EGM.

6. Shareholders who intend to attend the EGM shall complete and lodge the reply slip for attending the EGM at the Company's legal address at 252 Wuhouci Da Jie, Chengdu, Sichuan Province, the PRC not later than 4:30 p.m. on 9 October 2017 (Monday). The reply slip may be delivered to the Company by hand, by post or by fax (fax no.: (8628) 8553 0753).
7. The EGM is expected to last for less than one day. Shareholders or their proxies attending the EGM shall be responsible for their own traveling and accommodation expenses.

As at the date of this notice, the Board comprises Mr. Zhou Liming (Chairman), Mr. Gan Yongyi (Vice Chairman) and Mr. Luo Maoquan as executive Directors, Mr. Zheng Haijun (Vice Chairman), Mr. Tang Yong, Mr. Huang Bin, Mr. Wang Shuanming and Mr. Ni Shilin as non-executive Directors, Mr. Sun Huibi, Mr. Guo Yuanxi, Mr. Yu Haizong and Madam Liu Lina as independent non-executive Directors.

** For identification purposes only*