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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)

**VOTING RESULTS OF
THE 2021 ANNUAL GENERAL MEETING AND
PAYMENT OF 2021 FINAL DIVIDEND FOR H SHARES**

Reference is made to the 2021 annual results announcement of Sichuan Expressway Company Limited* (the “**Company**”) dated 30 March 2022, in relation to, among other things, the proposed final dividend (the “**Final Dividend**”) of the Company for the 12 months ended 31 December 2021 of RMB0.11 per share (the “**Share**”) (tax inclusive); and the notice of the 2021 annual general meeting (the “**2021 AGM Notice**”) and the circular (the “**Circular**”) dated 20 April 2022. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the 2021 AGM Notice and the Circular.

The board (the “**Board**”) of the directors (the “**Directors**”) of the Company confirms that there are no false representations, misleading statements or material omissions in this announcement, and individually and collectively accepts the responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

I. VOTING RESULTS OF THE AGM

1. Convening of the AGM

According to the 2021 AGM Notice, the AGM was held at 3:00 p.m. on 25 May 2022 at Room 420, 4th Floor, 252 Wuhouci Da Jie, Chengdu, Sichuan, the People's Republic of China (the "PRC"). The AGM was convened by the Board and chaired by Mr. Gan Yongyi, the Chairman of the Company. The Directors, supervisors of the Company and acting secretary to the Board attended the 2021 AGM together with senior management members, international and PRC auditors as well as PRC lawyers of the Company as observers.

2. Attendance of the AGM

As at the date of the AGM, the total number of Shares was 3,058,060,000. None of the Shareholders was required to abstain from voting on any of the resolutions tabled at the AGM.

A total of 11 shareholders (the "Shareholder(s)") of the Company and authorized proxies holding 1,817,643,127 Shares, representing approximately 59.437785% of the total number of the issued Shares carrying voting rights, were present at the AGM, among whom:

- (1) 10 holders of A Shares holding 1,712,331,160 A Shares, representing approximately 55.994034% of the total share capital, were present at the AGM; and
- (2) 1 authorized H Share proxy holding 105,311,967 H Shares, representing approximately 3.443751% of the total share capital, were present at the AGM.

In addition, there were no Shares which entitle the Shareholders to attend and vote only against the resolutions at the AGM. The Company was not aware of any parties indicating their intention to vote against the resolutions proposed at the AGM.

3. Consideration of the resolutions and voting results

The Shareholders and their proxies present at the AGM considered and approved the following resolutions by way of open ballot and non-cumulative voting:

SPECIAL RESOLUTION		Votes (approximate %)		
		For	Against	Abstain
1.	THAT each of the following proposed items in respect of the proposed issuance of the Debt Financing Instruments in the PRC be hereby approved (subject to the obtaining of the Notification of Approval for Registration* (接受註冊通知書) from the National Association of Financial Market Institutional Investors* (中國銀行間市場交易商協會) and all other necessary approvals).	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
ORDINARY RESOLUTIONS		Votes (approximate %)		
		For	Against	Abstain
2.	To consider and approve the profit appropriations and dividend distribution plan of the Company for the year 2021;	1,799,197,277 98.985178%	18,445,850 1.014822%	0 0.000000%
3.	To consider and approve the work report of the board (the “Board”) of directors (the “Directors”) of the Company for the year 2021;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
4.	To consider and approve the work report of the supervisory committee of the Company for the year 2021;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
5.	To consider and approve the duty performance report of independent Directors of the Company for the year 2021;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
6.	To consider and approve the final accounts report of the Company for the year 2021;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
7.	To consider and approve the Company’s audited financial report for the year ended 31 December 2021;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
8.	To consider and approve the Company’s financial budget proposal for the year 2022;	1,742,198,612 95.849322%	57,064,515 3.139478%	18,380,000 1.011200%

ORDINARY RESOLUTIONS		Votes (approximate %)		
		For	Against	Abstain
9.	To consider and approve the re-appointment of Shinewing Certified Public Accountants (Special General Partnership) as the PRC auditor of the Company for the year 2022 and to authorize the Board to fix the remuneration thereof;	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
10.	To consider and approve the re-appointment of Ernst & Young Certified Public Accountants as the international auditor of the Company for the year 2022 and to authorize the Board to fix the remuneration thereof; and	1,799,198,977 98.985271%	64,150 0.003529%	18,380,000 1.011200%
11.	To consider and approve the liability insurance of Directors, supervisors and the senior management of the Company.	1,788,304,976 98.385923%	2,758,150 0.151744%	26,580,001 1.462333%

As more than two thirds of the votes were cast in favour of the above special resolution No. 1, the above special resolution of the Company was duly passed.

As more than 50% of the votes were cast in favour of the above ordinary resolutions No. 2 to 11, the above ordinary resolutions of the Company were duly passed.

The representatives from Hong Kong Registrars Limited, the Company's H Share registrar, acted as the scrutinizer at the AGM.

4. Witness of lawyer

Beijing Zhong Yin (Chengdu) Lawyer (北京中銀(成都)律師事務所) witnessed the AGM and issued a legal opinion certifying that (1) the convening and procedures of the AGM are in compliance with the relevant laws and regulations and the provisions of the Articles of Association of the Company; (2) the qualifications of the attendees and the convener are lawful and valid; and (3) the voting procedures and poll results of the AGM are lawful and valid.

5. Documents available for inspection

- (1) Minutes and resolutions at the AGM; and
- (2) Legal opinion issued by Beijing Zhong Yin (Chengdu) Lawyer (北京中銀(成都)律師事務所).

II. PAYMENT OF 2021 FINAL DIVIDEND

Pursuant to the above ordinary resolution No. 2, payment of the Final Dividend was duly passed by the Shareholders at the AGM. The Board hereby announces further information relating to payment of the Final Dividend for H Shares as follows:

Distribution of the Final Dividend to holders of H Shares shall be denominated in RMB and paid in Hong Kong dollars. The applicable exchange rate will be the average of the median exchange rates for RMB to Hong Kong dollars as announced by the People's Bank of China in the 5 working days prior to and including 25 May 2022, i.e., HK\$1.00 : RMB0.85338. Accordingly, the Final Dividend attributable to each H Share is HK\$0.128899 (before tax).

In accordance with the Law on Corporate Income Tax of the People's Republic of China (《中華人民共和國企業所得稅法》), the Implementing Rules of the Law on Corporate Income Tax of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) which have come into effect since 1 January 2008 and the Notice on Issues concerning Withholding the Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shares holders who are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (國稅函[2008]897號) issued on 6 November 2008, all Shareholders who are registered as non-natural persons (i.e. non-individuals) on the Company's H Shares register of members on 14 June 2022 (Tuesday) ("**Dividend Entitlement Date**"), including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, will be treated as non-resident enterprise Shareholders and the Company shall distribute the Final Dividend to such non-resident enterprise Shareholders after withholding the enterprise income tax of 10% as required by law. Pursuant to the Notice on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) (《關於個人所得稅若干政策問題的通知》) (財稅字[1994]020號) issued by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are now exempted from paying the PRC individual income tax for dividends or bonus received from foreign-invested enterprises. As the Company is a foreign-invested enterprise, the Company will not withhold and pay the individual income tax on behalf of individual Shareholders when the Company distributes the 2021 Final Dividend to individual Shareholders whose names appear on the register of members of H Shares of the Company.

Should any holders of H Shares have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in the PRC, Hong Kong and/or other countries (regions) on the possession and disposal of the H Shares.

Shareholders of the Company should read the information herein carefully. If anyone would like to change the identity of Shareholder, please enquire about the relevant procedures with the nominees or trustees. The Company is neither obligated nor responsible for ascertaining the identities of the Shareholders. In addition, the Company will withhold the corporate income tax in strict compliance with the relevant laws or regulations and strictly based on what has been registered on the Company's H Shares register of members as at the Dividend Entitlement Date. The Company will disregard and assume no liabilities for any requests or claims in relation to any delay or inaccuracy in ascertaining the identities of the Shareholders or any disputes over the mechanism of withholding of corporate income tax.

The H Shares register of members of the Company will be closed for the purpose of determining H Shares Shareholders' entitlement to the Final Dividend from 8 June 2022 (Wednesday) to 14 June 2022 (Tuesday) (both days inclusive), during which period no transfer of H Shares will be registered. In order to be entitled to the Final Dividend, H Shares Shareholders shall ensure that all transfer documents accompanied by the relevant share certificate(s) be lodged with the Company's H Shares Registrar, Hong Kong Registrars Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 7 June 2022 (Tuesday).

The Company has appointed Bank of China (Hong Kong) Trustees Limited (the "**Receiving Agent**") to receive the Final Dividend distributed by the Company in respect of H Shares for and on behalf of the holders of H Shares. The Receiving Agent is a trustee company registered under the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong). The cheques for the Company's Final Dividend of H Shares will be issued by the Receiving Agent, and will be sent by ordinary mail on or around 14 July 2022 (Thursday) ("**Dividend Payment Date**") to holders of H Shares at their own risks.

Distribution of dividends to investors under Southbound Trading Link

According to relevant requirements in the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81)《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號) and the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127)《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號), individual income tax (tax rate of 20%) shall be deducted by H Share companies from dividends received from investments in H Shares listed in the Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect by individual investors and securities investment funds from Mainland China (excluding enterprise investors from Mainland China, which shall be declared by themselves).

An agreement has been entered into between the Company and China Securities Depository and Clearing Corporation Limited regarding the aforementioned dividend distribution arrangements to the investors under Southbound Trading Link, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominal holder of H Shares for Southbound Trading Link, will receive cash dividend declared by the Company and distribute them to relevant investors under Southbound Trading Link through its registration and settlement system. Cash dividend received by investors under Southbound Trading Link shall be settled in RMB. The Dividend Entitlement Date, Dividend Payment Date and other time arrangements for investors under Southbound Trading Link shall be in line with that of Shareholders of H Shares of the Company. China Securities Depository and Clearing Corporation Limited will distribute cash dividend to the investors under Southbound Trading Link within 3 Southbound Trading Link trading days after the Dividend Payment Date.

Shareholders are advised that the aforesaid arrangements are not applicable in relation to the time and the arrangements for distribution of the Final Dividend in respect of A Shares of the Company, which will be separately announced at the Shanghai Stock Exchange by the Company.

By order of the Board
Sichuan Expressway Company Limited*
Gan Yongyi
Chairman

Chengdu, Sichuan, the PRC
25 May 2022

As at the date of this announcement, the Board comprises Mr. Gan Yongyi (Chairman), Mr. Li Wenhui (Vice Chairman), Madam Ma Yonghan, Mr. You Zhiming and Mr. He Zhuqing as executive Directors, Mr. Liu Changsong (Vice Chairman) and Mr. Li Chengyong as non-executive Directors, Mr. Yu Haizong, Madam Liu Lina, Mr. Yan Qixiang and Madam Bu Danlu as independent non-executive Directors.

* *For identification purposes only*