

*Hong Kong Stock Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

## **PROPOSED ISSUE OF MID-TERM NOTES AND SUPER AND SHORT-TERM COMMERCIAL PAPER**

The board (the “**Board**”) of directors (the “**Directors**”) of Zhejiang Expressway Co., Ltd. (the “**Company**”) hereby announces that, on February 25, 2022, the Board has approved and resolved to submit to the Shareholders to consider, and if thought fit, approve the offer and issuance of the Mid-Term Notes and the Super and Short-Term Commercial Paper.

Pursuant to the Company Law in the PRC and the articles of association of the Company, each of the Mid-Term Notes Issue and the Super and Short-Term Commercial Paper Issue is subject to the approval of the Shareholders at general meeting and approval by the National Association of Financial Market Institutional Investors (中國銀行間市場交易商協會).

### **PROPOSED MID-TERM NOTES ISSUE**

The principal terms of the proposed Mid-Term Notes Issue are set out below:

<b>Issue size:</b>	not more than RMB5 billion
<b>Term:</b>	according to the prevailing market circumstances as normally no more than five years from the date of issue
<b>Manner of issue:</b>	one-time registration or multiple registrations with the relevant authorities, which is valid for a period of two years from each registration; the Mid-Term Notes will be issued in one tranche or tranches
<b>Interest rate:</b>	prevailing market rate of mid-term notes of similar maturity
<b>Use of Proceeds:</b>	to repay the borrowings of the Group, replenish working capital of the Group, equity investment and invest in projects consistent with national industrial policies

## **PROPOSED SUPER AND SHORT-TERM COMMERCIAL PAPER ISSUE**

The principal terms of the proposed Super and Short-Term Commercial Issue are set out below:

<b>Issue size:</b>	not more than RMB2 billion
<b>Term:</b>	in terms of short-term commercial paper, not more than one year from the date of the issue  in terms of super short-term commercial paper, not more than 270 days from the date of issue
<b>Manner of issue:</b>	one-time registration or multiple registrations with the relevant authorities, which is valid for a period of two years from each registration; the Super and Short-Term Commercial Paper will be issued in tranches
<b>Interest rate:</b>	prevailing market rate of short-term commercial papers and/or super short-term commercial papers of similar maturity
<b>Use of Proceeds:</b>	to repay the borrowings of the Group, replenish working capital of the Group and invest in projects consistent with national industrial policies

It is proposed that the general manager of the Company shall be authorised, when this special resolution is approved by the Shareholders at the EGM, within the validity period of the relevant registration to determine in his absolute discretion and deal with matters in relation to the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue, including but not limited to the following:

- (a) to determine, to the extent permitted by laws and regulations and according to the Company's specific circumstances and the prevailing market conditions, the specific terms and arrangements of the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue and make any changes and adjustments to such types and terms of the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue, including but not limited to, the types of issue, time of issue, manner of issue, size of issue, issue price, term of maturity, interest rates, tranches and any other matters in relation to the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue;
- (b) to appoint the relevant intermediaries in connection with the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue and to deal with filing and submission matters;

- (c) to enter into agreements, contracts and other legal documents relating to the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue, and to disclose relevant information in accordance with the applicable laws and regulations; and
- (d) to deal with any other the matters in relation to the Mid-Term Notes Issue and/or the Super and Short-Term Commercial Paper Issue.

## **REASONS FOR AND BENEFITS OF ISSUING OF THE MID-TERM NOTES AND THE SUPER AND SHORT-TERM COMMERCIAL PAPER**

The Directors are of the view that the proposed Mid-Term Notes Issue and the Super and Short-Term Commercial Paper Issue will enable the Company to fully utilise the financing channels available on the capital market, help improve the Company’s financing structure, reduce its cost of capital and lower its finance costs. On these bases, the Directors are of the view that the proposed issuance of the Mid-Term Notes and the Super and Short-Term Commercial Paper is in the interests of the Company and the Shareholders as a whole.

## **GENERAL**

The Company will put forward, among others, special resolutions to approve (i) the proposed Mid-Term Notes Issue; and (ii) the proposed Super and Short-Term Commercial Paper at a general meeting to be convened by the Company for the Shareholders’ consideration and approval.

A circular containing, amongst other things, details of the proposal issuance of the Mid-Term Notes and the Super and Short-Term Commercial Paper, together with the notice of general meeting, will be despatched to the Shareholders on or before March 1, 2022.

## **DEFINITIONS**

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

“Board”	the board of Directors
“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 incorporated in the PRC with limited liability
“Director(s)”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mid-Term Notes”	the mid-term notes of no more than RMB5 billion proposed to be issued by the Company
“Mid-Term Notes Issue”	the offer and issuance of the Mid-Term Notes
“PRC”	the People’s Republic of China (for the purpose of this announcement, excludes Hong Kong, Macau and Taiwan)
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Super and Short-Term Commercial Paper”	the Super Short-Term Commercial Paper and/or Short-Term Commercial Paper of no more than RMB2 billion proposed to be issued by the Company
“Super and Short-Term Commercial Paper Issue”	the offer and issuance of the Super and Short-Term Commercial Paper
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules

\* *English names for reference only.*

On behalf of the Board  
**Zhejiang Expressway Co., Ltd.**  
**YU Zhihong**  
*Chairman*

Hangzhou, the PRC, February 25, 2022

*As at the date of this announcement, the Chairman of the Company is Mr. YU Zhihong; the executive Directors of the Company are: Mr. CHEN Ninghui and Mr. YUAN Yingjie; the other non-executive Directors of the Company are: Mr. JIN Chaoyang, 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. CHEN Bin.*