

Hong Kong 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.



(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 0576)

**UPDATE ON THE MAJOR TRANSACTION AND CONNECTED
TRANSACTIONS IN RELATION TO THE CAPITAL INCREASE
AND DEEMED DISPOSAL OF THE EQUITY INTEREST IN
SHANGSAN CO**

References are made to the announcements dated June 15, 2022, November 30, 2022 and December 27, 2024 of Zhejiang Expressway Co., Ltd. (the “**Company**”) and the circular dated September 21, 2022 (the “**Circular**”) of the Company in respect of the possible major transaction and connected transactions in relation to the Capital Increase and deemed disposal of the equity interest in Shangsang Co. Unless otherwise defined, capitalized terms used herein shall have the same meaning as those defined in the Circular.

The Company issued a notice to each of Communications Group and the Existing Shareholders to request for payment for the Capital Increase. As at the date of this announcement, Communications Group, China Merchants Expressway, Tiantai State Capital and Shangyu Transportation have already contributed RMB4.4175 billion, RMB1.1025 billion, RMB0.30 billion and RMB0.18 billion to Shangsang Co by way of bank remittance, respectively. Among the total amount of such contributions at RMB6.00 billion, RMB1,086,978,483 was used for subscribing new registered capital of Shangsang Co and RMB4,913,021,517 was recorded as capital reserves of Shangsang Co, respectively.

Details of the shareholding structure of Shangsang Co immediately before and after the contributions by Communications Group, China Merchants Exressway, Tiantai State Capital and Shangyu Transportation are set out below:

Name of Shareholder	Shareholding immediately before the contributions made for the Capital Increase		Shareholding immediately after the contributions made for the Capital Increase	
	Amount of registered capital (RMB)	Percentage of the total registered capital	Amount of registered capital (RMB)	Percentage of the total registered capital
The Company	3,961,025,000	73.635%	3,961,025,000	61.250%
China Merchants Exressway	988,575,000	18.375%	1,188,307,296	18.375%
Tiantai State Capital	269,000,000	5.000%	323,348,924	5.000%
Shangyu Transportation	161,400,000	3.000%	194,009,354	3.000%
Communications Group	—	—	800,287,909	12.375%
	5,380,000,000	100.000%	6,466,978,483	100.000%

Immediately after the aforementioned contributions by Communications Group, China Merchants Exressway, Tiantai State Capital and Shangyu Transportation, Shangsang Co is owned as to 61.25% by the Company, a decrease from previous shareholding of 73.625%. Shangsang Co remains a subsidiary of the Company and the financial results of Shangsang Co will continue to be consolidated into the consolidated financial statements of the Group.

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

Hangzhou, the PRC, August 28, 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.