

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 29 June 2018 (the “**Prospectus**”) issued by Qilu Expressway Company Limited (the “**Company**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the H Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933 (as amended from time to time, the “**U.S. Securities Act**”) or the securities laws of any state of the United States and the Offer Shares may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

In connection with the Global Offering, Zhongtai International Securities Limited as the stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the SFO are set out in the section headed “Structure of the Global Offering” in the Prospectus.

Potential investors should be aware that stabilising actions cannot be taken to support the price of the H Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on 8 August 2018, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.



齐鲁高速
Qilu Expressway

Qilu Expressway Company Limited
齊魯高速公路股份有限公司

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

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	500,000,000 H Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	50,000,000 H Shares (subject to adjustment)
Number of International Offer Shares	:	450,000,000 H Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$3.10 per H Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong Dollars, subject to refund on final pricing)
Nominal Value	:	RMB1.00 per H Share
Stock Code	:	1576

Joint Sponsors



Joint Global Coordinators



Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, (i) the H Shares to be issued or sold pursuant to the Global Offering (including any additional H Shares which may be issued or sold pursuant to the exercise of the Over-allotment Option); and (ii) the H Shares to be converted from the United Foreign Shares which are held by COSCO SHIPPING (Hong Kong). Assuming that the Hong Kong Public Offering becomes unconditional on or before 8:00 a.m. in Hong Kong on Thursday, 19 July 2018, dealings in the H Shares on the Main Board of the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 19 July 2018. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website (www.qlecl.com) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of 50,000,000 H Shares (subject to adjustment), representing 10% of the total number of the Offer Shares, and the International Offering of 450,000,000 H Shares (subject to adjustment and the Over-allotment Option), representing 90% of the total number of the Offer Shares. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section headed "Structure of the Global Offering" in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may be re-allocated as between these offerings at the discretion of the Joint Global Coordinators, subject to the maximum total number of Shares that may be allocated to the Hong Kong Public Offering, being 100,000,000 Shares, representing double the number of Offer Shares initially available under the Hong Kong Public Offering and 20% of the total number of Offer Shares initially available under the Global Offering, in accordance with Guidance Letter HKEX-GL-91-18.

The Company is expected to grant to the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) the Over-allotment Option, which will be exercisable from the Listing Date and expected to end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 75,000,000 additional H Shares, representing no more than 15% of the initial Offer Shares, at the Offer Price to, among other things, cover over-allocations in the International Offering, if any. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website (www.qlecl.com) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Hong Kong Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the

second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$3.10 per Offer Share and is currently expected to be not less than HK\$2.50 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.10 per H Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% payable for each Offer Share, subject to refund if the Offer Price as finally determined is less than HK\$3.10 per H Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.eipo.com.hk) in relation to the **White Form eIPO**. Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 June 2018, until 12:00 noon on Monday, 9 July 2018 from:

1. the following addresses of the following Hong Kong Underwriters:

Zhongtai International Securities Limited

7/F,
Li Po Chun Chambers,
189 Des Voeux Road Central,
Central, Hong Kong

China Securities (International) Corporate Finance Company Limited

18/F,
Two Exchange Square,
8 Connaught Place,
Central, Hong Kong

Guotai Junan Securities (Hong Kong) Limited

27/F,
Low Block, Grand Millennium Plaza,
181 Queen's Road Central,
Hong Kong

CCB International Capital Limited
12/F,
CCB Tower, 3 Connaught Road Central,
Central, Hong Kong

GF Securities (Hong Kong) Brokerage Limited
29–30/F,
Li Po Chun Chambers,
189, Des Voeux Road Central,
Hong Kong

ICBC International Securities Limited
37/F, ICBC Tower,
3 Garden Road,
Hong Kong

ABCI Securities Company Limited
10/F,
Agricultural Bank of China Tower,
50 Connaught Road Central,
Hong Kong

SPDB International Capital Limited
Suites 3207–3212,
One Pacific Place,
88 Queensway,
Hong Kong

2. any of the following branches of the receiving banks:

Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Central District (Wing On House) Branch	71 Des Voeux Road Central, Hong Kong
Kowloon	Prince Edward Branch	774 Nathan Road, Kowloon, Hong Kong
New Territories	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui, Hong Kong

Industrial and Commercial Bank of China (Asia) Limited

District	Branch Name	Address
Hong Kong Island	Wanchai Road Branch	G/F Times Media Centre, 133 Wan Chai Road, Hong Kong
Kowloon	Telford Branch	Shop F19, Telford Plaza, Kowloon Bay, Kowloon, Hong Kong
New Territories	Kwai Fong Branch	C63A-C66, 2/F, Kwai Chung Plaza, Kwai Fong, New Territories, Hong Kong

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 June 2018 until 12:00 noon on Monday, 9 July 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The application for the Hong Kong Offer Shares will commence on Friday, 29 June 2018 through Monday, 9 July 2018. Such time period is longer than the normal market practice of four days. The application monies (including brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee) will be held by the receiving banks on behalf of our Company and the refund monies, if any, will be returned to the applicant(s) without interest on Wednesday, 18 July 2018. Investors should be aware that the dealings in H Shares on the Stock Exchange are expected to commence on Thursday, 19 July 2018.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "**BANK OF CHINA (HONG KONG) NOMINEES LIMITED — QILU EXPRESSWAY PUBLIC OFFER**" attached should be deposited in the special collection boxes provided at any of the designated branches of the receiving banks referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **White Form eIPO** service may submit applications through the White Form eIPO Service Provider at www.eipo.com.hk from 9:00 a.m. on Friday, 29 June 2018 until 11:30 a.m. on Monday, 9 July 2018 (**24 hours daily, except on the last application day**) or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of bad weather on the opening of the Application Lists" in the Prospectus.

CCASS Participants can input electronic application instructions from 9:00 a.m. on Friday, 29 June 2018 until 12:00 noon on Monday, 9 July 2018 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of bad weather on the opening of the Application Lists” in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Offering, and the basis of allocation of the Hong Kong Offer Shares (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and (iv) on the Company’s website (www.qlecl.com) on or about Wednesday, 18 July 2018.

The results of allocations under the Hong Kong Public Offering (with successful applicants’ identification document numbers, where applicable) will be made available through a variety of channels from Wednesday, 18 July 2018 in the manner described in the section headed “How to Apply for Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Thursday, 19 July 2018 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received.

Dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 19 July 2018. The H Shares will be traded in board lots of 1,000 H Shares each. The stock code of the Company is 1576.

By order of the Board
Qilu Expressway Company Limited
Li Gang
Chairman

Hong Kong, 29 June 2018

As at the date of this announcement, the executive Directors are Mr. Li Gang and Mr. Peng Hui; the non-executive Directors are Mr. Chen Dalong, Mr. Wang Shaochen, Mr. Wu Dengyi, Mr. Li Jie, Mr. Wang Long and Mr. Su Xiaodong; and the independent non-executive Directors are Mr. Wu Yuxiang, Mr. Cheng Xuezhao, Mr. Li Hua and Mr. Wang Lingfang.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).