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**安徽皖通高速公路股份有限公司**  
**ANHUI EXPRESSWAY COMPANY LIMITED**

*(incorporated in the People's Republic of China with limited liability as a joint stock limited company)*  
**(Stock Code: 995)**

**Notice of the 2016 First Extraordinary General Meeting**

Notice is hereby given that the 2016 First Extraordinary General Meeting (the “general meeting”) of Anhui Expressway Company Limited (the “Company”) will be held at 2:30 p.m. on 14 October 2016 (Friday) at the conference room of the Company at 520 Wangjiang West Road, Hefei, Anhui, the PRC to consider and approve (with or without amendments) the following resolutions:

By ordinary resolutions:

To resolve:

1. The proposal related to the appointment of Mr. Jiang Jun as an independent director of the Company (ordinary resolution); and
2. The proposal related to the investment in the construction project to expand Hening Expressway from four-lane to eight-lane (ordinary resolution).

By Order of the Board  
**Anhui Expressway Company Limited**  
**Xie Xin Yu**  
*Company Secretary*

Hefei, Anhui, the People's Republic of China  
29 August 2016

*As at the date of this notice, the members of the board of directors of the Company include Qiao Chuanfu, Chen Dafeng, Xu Zhen and Xie Xinyu, being the executive directors; Wang Xiufeng and Du Jian, being the non-executive directors; and Hu Bin, Yang Mianzhi and Kong Yat Fan, being the independent non-executive directors.*

*Notes:*

- I. Persons who hold shares in the Company at the close of trading on 13 September 2016 (Tuesday) and whose names appeared on the register of the Company shall have the right to attend the general meeting upon completion of the registration procedures.
- II. To attend the EGM, an individual shareholder should bring along his/her identity card and the shareholder account card; a proxy should bring along his/her identity card, the proxy form, the shareholder account card of the appointor and the

identity card of the appointor; a representative of a legal person shareholder should bring along his/her identity card, the proxy form of the legal person, the shareholder account card of the legal person and a copy of the business license of the shareholder to the Secretariat to the Board of Directors of the Company (520 Wangjiang West Road, Hefei, Anhui, the PRC) on or before 23 September 2016 (Friday) for registration purpose. Shareholders situated elsewhere (including H shareholders) can register by mailing or faxing the reply slip published on the website of The Stock Exchange of Hong Kong Limited to the Company on or before 23 September 2016 (Friday).

- III. Any shareholder who is eligible to attend the general meeting and to vote thereat shall have the right to appoint in writing one or more persons (who may not be a shareholder) as his proxy to attend and to vote at the general meeting. After filling in the form of proxy and returning the same, the proxy may attend and vote at the general meeting. In case of more than one proxy appointed by a shareholder, such proxies may exercise their voting rights only when the relevant resolution is put to the vote on a poll.
- IV. The appointment of proxy shall be through a written instrument signed by the shareholder or by its authorized agent as authorized in writing. In the event such instrument is executed by the authorized agent of the appointor, such authorization or other authority that authorizes such signatory shall be notarized. To be valid, such notarized authorization or other authorization document together with the instrument shall be deposited (as far as A shareholders are concerned) at the registered office of the Company (address being 520 Wangjiang West Road, Hefei, Anhui, the PRC) or (as far as H shareholders are concerned) at the registrar of H shares of the Company, Hong Kong Registrars Limited (address being 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), 24 hours before the time for holding the general meeting.
- V. The register of the holders of H shares of the Company will be closed from 14 September 2016 (Wednesday) to 14 October 2016 (Friday) (both days inclusive), during which period no transfer of H shares of the Company will be registered. In order for the holders of H shares to qualify for attending the general meeting of the Company, all share certificates with completed transfer forms must be lodged with the Company's H share registrar, i.e. Hong Kong Registrars Limited, not later than 4:30 p.m. on 13 September 2016 (Tuesday).

The address of the H share registrar in Hong Kong:

Hong Kong Registrars Limited  
Shop 1712-1716, 17th Floor, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong

- VI. Contact address: 520 Wangjiang West Road, Hefei, Anhui, the PRC

Tel: 86-551-65338697, 63738923, 63738922, 63738989

Fax: 86-551-65338696

Contact person: Han Rong, Ding Yu

- VII. The shareholders and any proxy who attend the general meeting should present their identity cards.
- VIII. It is expected that the general meeting will take half a day. The shareholders and any proxy who attend the general meeting should bear their own accommodation and traveling expenses.
- IX. Matters of concern for voting
  1. For the purpose of the general meeting, a vote may be cast by way of voting in the physical meeting (for holders of H shares and holders of A shares) or online voting (for holders of A shares only). The system of online voting, the beginning day and ending day, as well as the voting time, are as follows:

System for online voting: Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings

The time at which the period for online voting begins and ends: from 14 October 2016 to 14 October 2016

The Shanghai Stock Exchange Online Voting System is adopted. The time for voting on the voting platform of the exchange's system is the trading period, that is, 9:15-9:25, 9:30-11:30 and 13:00-15:00, of the day on which the shareholders' general meeting is convened. The time for voting on the Internet voting platform is 9:15-15:00 on the day on which the shareholders' general meeting is convened.

2. Any vote in relation to accounts in respect of margin trading and securities lending, refinancing, buy-back agreement business and investors of the Northbound Trading Link shall be cast in accordance with the provisions of the Rules of Implementation of the Shanghai Stock Exchange Limited for Online Voting in Shareholders' General Meetings of Listed Companies etc.
3. Any holder of A shares of the Company who would like to cast his or her vote through the Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings could either log in the voting platform of the exchange's system (through the terminus of any specified securities trading company) or the internet voting platform (URL: [vote.sseinfo.com](http://vote.sseinfo.com)) to vote. Any investor who logs in the internet voting platform to vote for the first time is required to have his or her identity as a shareholder verified. For details, please refer to the instructions for the internet voting platform on the website.
4. Any holder of A shares of the Company under more than one shareholder's account may vote using any of the said accounts through the Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings. After voting, such a shareholder is deemed to have cast his or her votes in the same way in respect of all the ordinary or preference shares of the same class held under his or her said accounts.
5. For holder of A shares, if the same vote is cast more than once by way of voting in the physical meeting, via Shanghai Stock Exchange Online Voting System or otherwise, the vote first in time prevails.
6. For online voting, submission can only be made after the shareholder has voted on all the resolutions.

*This announcement was originally prepared in Chinese. In the event of discrepancies between the Chinese and the English versions, the Chinese version shall prevail.*