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江蘇寧滬高速公路股份有限公司  
**JIANGSU EXPRESSWAY COMPANY LIMITED**

*(Established in the People's Republic of China as a joint-stock limited company)*

**(Stock Code: 00177)**

**ANNOUNCEMENT OF THE ELEVENTH MEETING OF THE  
EIGHTH SESSION OF THE SUPERVISORY COMMITTEE**

The Company and all members of the supervisory committee warrant that the content of this announcement is true, accurate and complete and jointly accept responsibility for any false representations or misleading statements contained in, or material omissions from, this announcement.

**I. CONVENING OF THE MEETING**

- (I) The eleventh meeting (the “**Meeting**”) of the eighth session of the supervisory committee of Jiangsu Expressway Company Limited (the “**Company**”) was held on 28 April 2017 at the Company’s conference room at 6 Xianlin Avenue, Nanjing. The Meeting was chaired by Mr. Chen Xianghui, the chairman of the supervisory committee.
- (II) Notice and materials of the Meeting were sent by mail and fax to all supervisors on 18 April 2017.
- (III) There should be 5 supervisors present and 5 supervisors were present in person or by proxy, among whom Mr. Pan Ye, a supervisor, was unable to attend the Meeting due to other business engagements and appointed Ms. Shao Li, a supervisor, as his proxy to attend and vote on his behalf; and the secretary to the board of directors of the Company attended the Meeting as a non-voting participant.

(IV) The procedures of convening the Meeting were in compliance with the relevant provisions of Company Law and the articles of association of the Company. The resolutions passed at the Meeting are valid.

## II. VOTING RESULTS OF THE RESOLUTIONS

The following resolutions were considered and approved at the Meeting:

1. To approve the 2017 first quarterly report (the “**Report**”).

The supervisory committee considered that the preparation and review procedures of the Report complied with the requirements of the laws, regulations, articles of association and internal management system of the Company; the content and format of the Report is also consistent with the requirements of the China Securities Regulatory Commission, the Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited, and information contained in the Report can truly reflect the operating management and financial status of the Company in the first quarter of 2017 from all the aspects; and no violation of confidentiality provisions was found among the Company personnel who participated in the preparation and review of the Report.

Voting results: Approving votes: 5; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

2. To approve the resignation of Ms. Ren Zhuohua from the position as a supervisor of the Company due to reassignment of work. The supervisory committee expresses its sincere gratitude to Ms. Ren Zhuohua for her diligent and responsible performance during her tenure of office as a supervisor of the Company and her contribution in respect of enhancement of standardized operation and improvement of corporate governance and promotion of the development of the Company.

Voting results: Approving votes: 5; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

3. To propose the appointment of Mr. Chen Zhongyang as a supervisor of the Company and to approve the signing of an appointment letter between the Company and Mr. Chen, with a term commencing from the date of the 2016 annual general meeting and expiring on the date of the 2017 annual general meeting, Mr. Chen will not receive remuneration as a supervisor; and the same be submitted to the 2016 annual general meeting for consideration.

Voting results: Approving votes: 5; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

4. To approve the resolution in relation to the related/connected transaction among the Company, subsidiaries of the Company and Jiangsu Sundian Engineering Co., Ltd..

To approve the respective capital increase of RMB4.5 million to be contributed by each of the Company, Jiangsu Guangjing Xicheng Expressway Company Limited, a subsidiary of the Company, and Jiangsu Ningchang Zhenli Expressway Company Limited, a wholly-owned subsidiary of the Company, to Jiangsu Sundian Engineering Co., Ltd..

Voting results: Approving votes: 5; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

5. To approve the resolution in relation to the related/connected transaction between the Company and Jiangsu Expressway Network Operation and Management Co., Ltd..

To approve the renewal of the Maqun Monitoring Centre Property Leasing Agreement between the Company and Jiangsu Expressway Network Operation and Management Co., Ltd. with a term from 1 May 2017 to 31 December 2017 at a rental of RMB2,408,300, which excludes management fees, maintenance fees and utilities expenses to be incurred and assumed by the tenant in using the premises.

Voting results: Approving votes: 5; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

Attachment: Biography of the candidate for supervisor

The Supervisory Committee of  
**Jiangsu Expressway Company Limited**

Nanjing, the PRC, 29 April 2017

*As at the date of the announcement, the Directors of the Company are: Chang Qing, Gu Dejun, Du Wenyi, Wu Xinhua, Hu Yu, Ma Chung Lai, Lawrence, Zhang Erzhen\*, Zhang Zhuting\*, Chen Liang\*, Lin Hui\**

\* *Independent Non-executive Directors*

## **BIOGRAPHY OF THE CANDIDATE OF SUPERVISOR**

**Mr. Chen Zhongyang**, born in 1967, holder of a master's degree in roads and bridges from Southeast University and a senior engineer of the researcher rank. He is the head of the enterprise management and legal department of Jiangsu Communications Holding Company Limited. He used to serve at the Jiangsu Expressways Command Office as deputy section chief and was the deputy manager of the operation and development department of Jiangsu Jinghu Expressway Company Limited, head of the road assets and interests section of Jiangsu Communications Industry Group Co., Ltd., deputy head of the operational safety and engineering technology departments as well as head of the expansion office of Jiangsu Communications Holding Company Limited. Mr. Chen has been engaging in project management and construction and has accumulated extensive professional experience.

Save as disclosed above, Mr. Chen has confirmed that he (i) is not related to any directors, supervisors, senior management or substantial shareholders or controlling shareholders of the Company or its subsidiaries; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) has not held other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, or other major appointments and professional qualifications. Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company, and there is no other information required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(w) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.