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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 ON RESOLUTIONS OF
THE FIRST MEETING OF THE NINTH SESSION OF THE BOARD
APPOINTMENT OF MEMBERS OF BOARD COMMITTEES**

The board of directors (the “**Board**”) of the Company and all of its directors warrant that there are no false representations or misleading statements contained in, or material omissions from, this announcement, and severally and jointly accept responsibility for the truthfulness, accuracy and completeness of this announcement.

I. CONVENING OF THE MEETING

- (I) The first meeting (the “**Meeting**”) of the Ninth Session of the board of directors of Jiangsu Expressway Company Limited (the “**Company**”) was held at 16:00 p.m. on 21 June 2018 at the Company’s conference room at Block 2, 6 Xianlin Avenue, Nanjing. The Meeting was chaired by Mr. Gu Dejun, an executive Director.
- (II) Notice of the Meeting was sent by mail or personal delivery to all directors, supervisors and senior management members.
- (III) 11 directors shall be present at the Meeting. 11 eligible directors were present at the Meeting. The members of the supervisory committee and the senior management attended the Meeting as non-voting participants.

(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 consider and elect Mr. Gu Dejun, an executive Director, as the chairman of the Ninth Session of the Board of the Company.

Voting results: Approving votes: 11; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

2. To consider and elect Mr. Gu Dejun, Mr. Chen Yongbing, Mr. Yao Yongjia, Mr. Ma Chung Lai, Lawrence and Mr. Zhang Zhuting, all being Directors, as members of the Strategy Committee of the Ninth Session of the Board of the Company, and elect Mr. Gu Dejun as the convener of the Strategy Committee.

Voting results: Approving votes: 11; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

3. To consider and elect Mr. Chen Liang, Mr. Zhou Shudong and Ms. Hu Yu, all being Directors, as members of the Audit Committee of the Ninth Session of the Board of the Company, and elect Mr. Chen Liang as the convener of the Audit Committee.

Voting results: Approving votes: 11; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

4. To consider and elect Mr. Zhou Shudong, Mr. Chen Yanli, Mr. Wu Xinhua, Mr. Chen Liang and Mr. Lin Hui, all being Directors, as members of the Nomination Committee of the Ninth Session of the Board of the Company, and elect Mr. Zhou Shudong as the convener of the Nomination Committee.

Voting results: Approving votes: 11; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

5. To consider and elect Mr. Lin Hui, Mr. Chen Yanli, Ms. Hu Yu, Mr. Zhang Zhuting and Mr. Chen Liang, all being Directors, as members of the Remuneration and Appraisal Committee of the Ninth Session of the Board of the Company, and elect Mr. Lin Hui as the convener of the Remuneration and Appraisal Committee.

Voting results: Approving votes: 11; Dissenting Votes: 0; Abstention Votes: 0.

This resolution was duly passed.

By Order of the Board
Yao Yongjia
Secretary to the Board

Nanjing, the PRC, 21 June 2018

As at the date of this announcement, the Directors of the Company are:

Gu Dejun, Chen Yanli, Chen Yongbing, Yao Yongjia, Wu Xinhua, Hu Yu, Ma Chung Lai, Lawrence, Zhang Zhuting, Chen Liang*, Lin Hui* and Zhou Shudong**

* *Independent Non-executive Directors*