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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 FIFTEENTH MEETING  
OF THE EIGHTH SESSION OF THE SUPERVISORY COMMITTEE**

The Company and all members of the supervisory committee warrant the truthfulness, accuracy and completeness of this announcement and jointly accept full responsibility for any false representations, misleading statements contained in, or material omissions from, this announcement.

**I. CONVENING OF THE MEETING**

- (I) The fifteenth meeting (the “**Meeting**”) of the eighth session of the supervisory committee of Jiangsu Expressway Company Limited (the “**Company**”) was held on 23 March 2018 at the conference room, Block 2, 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.
- (III) There should be 5 supervisors present and 5 supervisors were present in person or by proxy, among whom Mr. Chen Zhongyang and Mr. Pan Ye were unable to attend the Meeting due to other business engagements and appointed Ms. Shao Li, a supervisor, as their proxy to attend and vote on their 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 consider and approve the Resolution in Relation to the 2017 Annual Report of the Company and its Summary.

The supervisory committee of the Company is of the view that the preparation and review procedures for the 2017 annual report of the Company complied with the requirements of the laws, regulations, Articles of Association and the internal management system of the Company; the content and format of the annual report are consistent with the requirements of the China Securities Regulatory Commission and the stock exchanges, and the information contained in the report truly reflects the operating management and financial position of the Company in 2017 from all aspects; and no violation of confidentiality provisions was found among the Company personnel who participated in the preparation and review of the 2017 annual report.

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

**This resolution was duly passed.**

2. To consider and approve the work report of the supervisory committee for the year ended 31 December 2017, and to submit the same to the 2017 annual general meeting for consideration.

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

**This resolution was duly passed.**

3. To consider and approve the financial accounting report of the Company for the year ended 31 December 2017.

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

**This resolution was duly passed.**

4. To consider and approve the financial budget report of the Company for the year of 2018.

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

**This resolution was duly passed.**

5. To consider and approve the final dividends distribution proposal of the Company for the year ended 31 December 2017.

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

**This resolution was duly passed.**

6. To consider and approve the Resolution in relation to the Ordinary Related/ Continuing Connected Transactions of the Company.

To approve the ordinary related/ continuing connected transaction in relation to the contracts on maintenance of monitoring and communication systems and procurement of spare parts entered into between each of the Company, Jiangsu Guangjing Xicheng Expressway Company Limited (“**Guangjing Xicheng Company**”) and Jiangsu Ningchang Zhenli Expressway Company Limited (“**Ningchang Zhenli Company**”) with Jiangsu Expressway Information Engineering Technology Co., Ltd. (江蘇高速公路信息工程有限公司); to approve the ordinary related/ continuing connected transaction in relation to the Expressway Maintenance Services Contracts (《高速公路養護工程施工合同》) entered into between each of the Company, Guangjing Xicheng Company, Ningchang Zhenli Company with Jiangsu Sundian Engineering Co., Ltd.; to approve the ordinary related/ continuing connected transaction in relation to the ETC Customer Service Outlets Management Agreements (《ETC 客服網點管理協議》) entered into between each of the Company, Guangjing Xicheng Company, Ningchang Zhenli Company with Jiangsu Tongxingbao Smart Transport Technology Co., Ltd. (江蘇通行寶智慧交通科技有限公司); to approve the ordinary related/ continuing connected transaction in relation to the property leasing agreement entered into between the Company and Jiangsu Railway Investment Development Co., Ltd. (江蘇鐵路投資發展有限公司); to approve the ordinary related/ continuing connected transaction in relation to the 2018 maintenance technology research and

services contracts entered into between each of the Company, Guangjing Xicheng Company, Ningchang Zhenli Company with Jiangsu Expressway Engineering Maintenance Technology Co., Ltd.(江蘇高速公路工程養護技術有限公司); to approve the ordinary related/continuing connected transaction in relation to the Yanqiao and Yixing Service Area Petrol Stations Leasing and Operation Agreement entered into between Guangjing Xicheng Company and Jiangsu Expressway Petroleum Development Co., Ltd. (江蘇高速公路石油發展有限公司); to approve the ordinary related/continuing connected transaction in relation to the Guangling Service Area Petrol Stations Leasing and Operation Agreement entered into between Guangjing Xicheng Company and Taixing Hechang Oil Products Trading Co., Ltd. (泰興市和暢油品銷售有限公司); and to approve the ordinary related/continuing connected transaction in relation to 2018 bridge emergency reinforcement and maintenance agreement between Ningchang Zhenli Company and Jiangsu HuaTong Engineering Testing Co., Ltd. (江蘇華通工程檢測有限公司).

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

**This resolution was duly passed.**

7. To consider and approve the Resolution in relation to Provision for Assets Impairment.

According to the Approval on Removal of Panjia Garden Toll Station along Nanjing-Lianyungang Highway (Su Zheng Fu [2017] No. 99) (《關於同意撤銷寧連公路潘家花園收費站的批覆》(蘇政覆〔2017〕99號)) issued by the government of Jiangsu Province, under article 5 of the Accounting Standards for Business Enterprises No. 8–Impairment of Assets, there was indication of impairment regarding removal of Panjia Garden toll station of Nanjing-Lianyungang Highway and thus the Company was approved to make a provision of approximately RMB217,738,000 for intangible asset impairment in respect of toll road concession rights of Nanjing-Lianyungang Highway in the financial year of 2017.

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

**This resolution was duly passed.**

8. To consider and approve the 2017 Internal Control Self-assessment Report of the Company and the 2017 Internal Control Audit Report of the Company.

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

**This resolution was duly passed.**

9. To approve the publishing of the Chinese version of the announcement of the resolutions of the supervisory committee in China Securities Journal, Shanghai Securities News and on the website of Shanghai Stock Exchange (www.sse.com.cn) and the publishing of the Chinese and English versions of the announcement on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Company (www.jssexpressway.com).

**Voting results: Approving votes: 5; 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, 23 March 2018

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

*\* Independent Non-executive Directors*