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(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 0576)

**(1) CONNECTED TRANSACTION
FORMATION OF THE JOINT VENTURE;
AND
(2) SUPPLEMENTAL ANNOUNCEMENT**

THE COOPERATION AGREEMENT

On April 23, 2026, the Company entered into the Cooperation Agreement with Technology Research Institute, ZJIC, Zhejiang Information and Commercial Group, pursuant to which the Company, Technology Research Institute, ZJIC, Zhejiang Information and Commercial Group will jointly establish the Joint Venture which will be principally engaged in the investment, construction and operation of low-altitude infrastructure.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Communications Group is a controlling shareholder of the Company. Each of Technology Research Institute, ZJIC, Zhejiang Information and Commercial Group is a subsidiary of Communications Group and therefore they are connected persons of the Company. As a result, the transaction under the Cooperation Agreement constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios in respect of the transaction contemplated under the Cooperation Agreement are more than 0.1% but less than 5%, the transaction contemplated under the Cooperation Agreement is subject to the reporting and announcement requirements but exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

(1) FORMATION OF THE JOINT VENTURE

INTRODUCTION

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THE COOPERATION AGREEMENT

Date

April 23, 2026

Parties

- (1) The Company;
- (2) Technology Research Institute;
- (3) ZJIC;
- (4) Zhejiang Information; and
- (5) Commercial Group

Establishment of the Joint Venture

The Company, Technology Research Institute, ZJIC, Zhejiang Information and Commercial Group will jointly establish the Joint Venture which will be principally engaged in the investment, construction and operation of low-altitude infrastructure.

Effectiveness of the Cooperation Agreement

The Cooperation Agreement shall come into effect on the date when it is duly executed by all parties to the Cooperation Agreement.

Registered capital of the Joint Venture

The registered capital of the Joint Venture shall be RMB200 million to be subscribed by all parties in monetary contribution. The first instalment of RMB80 million shall be paid in within 90 days from the date of establishment of the Joint Venture. The second instalment of RMB120 million shall be paid in on or before January 31, 2031. All parties to the Cooperation Agreement shall make their capital contributions in proportion to their respective shareholding percentages.

The registered capital shall be contributed by the parties in the following proportion:

Name of Shareholder	First Instalment Capital Contribution (RMB)	Second Instalment Capital Contribution (RMB)	Total Capital Contribution (RMB)	% of the total equity interests of the Joint Venture
The Company	48 million	72 million	120 million	60%
Technology Research Institute	12 million	18 million	30 million	15%
ZJIC	8 million	12 million	20 million	10%
Zhejiang Information Commercial Group	8 million	12 million	20 million	10%
	4 million	6 million	10 million	5%
Total	80 million	120 million	200 million	100%

The registered capital of the Joint Venture was determined after arm's length negotiation between the parties and is based on the funding requirements of the Joint Venture. The Joint Venture will be a subsidiary of the Company.

Management of the Joint Venture

The board of directors of the Joint Venture shall consist of nine directors, five of which shall be nominated by the Company. All directors shall be elected by shareholders' meeting and the term of office shall be three years. At the expiry of the term, the directors may be re-elected for consecutive terms. The board of directors shall have one chairperson, who shall be elected by the board of directors from among the candidates nominated by the Company.

The board of directors shall have an audit committee consisting of three members elected by the board of directors from among its members, of whom two shall be nominated by the Company, and the chairperson shall be served by a candidate nominated by the Company.

The Joint Venture shall have one general manager, two deputy general managers and one person in charge of the finance, all of whom shall be nominated by the Company and appointed by the board of directors.

REASONS FOR AND BENEFITS OF THE TRANSACTION

The low-altitude economy has been established as a national emerging pillar industry in the 2026 Government Work Report of the People's Republic of China, with broad market prospects and rapidly expanding application scenarios. At the same time, the low-altitude economy is also a key development direction supported by the policies of Zhejiang Province, and the establishment of the Joint Venture is in line with Zhejiang Province's emerging industry layout plan. Deploying low-altitude infrastructure and application services can deeply integrate low-altitude technology with expressway operation and management. Through means such as unmanned aerial vehicle inspection, low-altitude digital management and control, and full-domain visual monitoring, the level of intelligence and efficiency in the expressway operation and management of the Group can be continuously enhanced, while at the same time strengthening safety assurance, reducing operating costs, and empowering the development of the Group's core expressway business. The entering into of the Cooperation Agreement is conducive to leveraging the full-chain resource advantages of each shareholder party (including aircraft research and development, airspace planning, design and services, and low-altitude infrastructure construction, operation and maintenance), providing assurance for the scaled development of the low-altitude industry.

The Directors (including the independent non-executive Directors) are of the view that the terms of the Cooperation Agreement are on normal commercial terms, in the ordinary and usual course of business of the Group and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

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Among the existing Directors, Mr. Yuan Yingjie, Mr. Fan Ye and Mr. Huang Jianzhang are deemed to have material interests in the Cooperation Agreement as they are currently also employed by Communications Group and have abstained from voting on the relevant Board resolution. Other than the Directors mentioned above, none of the existing Directors is required to abstain from voting on the relevant Board resolution.

INFORMATION ON THE PARTIES

The Company is a joint stock company established in the PRC on March 1, 1997, the H Shares of which are listed on the Main Board of the Stock Exchange. It is principally engaged in investing in, developing and operating high-grade roads in the PRC. The Group also carries on certain other businesses such as securities brokerage, investment banking, asset management, margin financing and securities lending through Zheshang Securities Co., Ltd..

Technology Research Institute is a wholly-owned subsidiary of the Communications Group which was established under the laws of the PRC. The Technology Research Institute is principally engaged in the research and development of key common supporting technologies and frontier disruptive technologies in the transportation industry.

ZJIC is a non-wholly owned subsidiary of Communications Group which was established under the laws of the PRC. ZJIC is primarily engaged in the planning, research, surveying and mapping, design, consulting, engineering procurement construction and engineering test detection of infrastructure projects in fields of expressways, water transport, municipal engineering, rail transit, architecture, water conservancy and ecological environmental protection.

Zhejiang Information is a non-wholly owned subsidiary of Communications Group which was established under the laws of the PRC. Zhejiang Information is principally engaged in development, transfer and consulting services of traffic mechanical and electrical system integration technology and information technology, designing, development, sales and construction of traffic safety facilities, and designing and construction of computer system engineering, information system engineering and expressway supporting systems engineering.

Commercial Group is a wholly-owned subsidiary of Communications Group which was established under the laws of the PRC. Commercial Group is principally engaged in service area planning and design, investment operation and construction, integrated energy supply and management, retail chains, catering and other related businesses.

(2) SUPPLEMENTAL ANNOUNCEMENT

References are made to (i) the announcement of the Company dated March 20, 2026 in relation to the election of Ms. Liu Yiying (“**Ms. Liu**”) as an employee director (the “**Director(s)**”) of the Company; and (ii) the announcement of the Company dated April 2, 2026 in relation to the proposed appointment of Mr. Wang Qiming (“**Mr. Wang**”) as an executive Director of the Company (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements, as applicable.

As disclosed in the Announcements, the remuneration of Mr. Wang will be subject to the remuneration scale for the tenth session of the Board as disclosed in the circular of the Company dated June 13, 2024 (the “**Circular**”). For the ease of reference of the Shareholders of the Company and potential investors, the remuneration scale for the Directors of the tenth session of the Board as set out in the Circular where the term will be three years (commencing on July 1, 2024 and expiring on June 30, 2027) is as follows:

	First year <i>RMB</i>	Second year <i>RMB</i>	Third year <i>RMB</i>
Director/Party Secretary/General Manager	1,010,000	1,040,000	1,070,000
Director/Deputy General Manager	860,000	880,000	910,000

Non-executive Directors do not receive any fixed emoluments from the Company.

As disclosed in the Announcements, Ms. Liu was elected as an employee Director of the Company. Ms. Liu receives her remuneration from the Company for her other positions, namely Deputy Party Secretary, Secretary of the Discipline Committee and Chairman of the Labor Union of the Company, and does not receive any additional emolument from the Company by virtue of her role as an employee Director.

Ms. Liu's remuneration for the above positions comprises performance-based components which are linked to the business performance of the Company and will be determined at the end of the relevant financial year. Accordingly, the exact amount of her total remuneration for such positions cannot be ascertained at the time of this announcement and will be disclosed in the annual report of the Company for the relevant financial year.

Save as disclosed above, all other information in the Announcements remains unchanged.

DEFINITIONS

In this announcement, unless the context specifies otherwise, the following defined expressions have the following meanings:

“Board”	the board of Directors of the Company
“Commercial Group”	Zhejiang Provincial Commercial Group Co., Ltd.* (浙江省商業集團有限公司), a company established in the PRC and a wholly-owned subsidiary of Communications Group as at the date of this announcement
“Communications Group”	Zhejiang Communications Investment Group Co., Ltd.* (浙江省交通投資集團有限公司), a state-controlled enterprise established in the PRC on December 29, 2001 and the controlling shareholder of the Company
“Company”	Zhejiang Expressway Co., Ltd. (浙江滬杭甬高速公路股份有限公司), a joint stock limited company established in the PRC on March 1, 1997, whose H Shares are listed on the main board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules

“Cooperation Agreement”	the agreement entered into among the Company, Technology Research Institute, ZJIC, Zhejiang Information and Commercial Group on April 23, 2026 in relation to the formation of the Joint Venture
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“H Shares”	the overseas listed foreign shares of RMB1.00 each in the share capital of the Company which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars since May 15, 1997
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Joint Venture”	a joint venture company to be established in the PRC pursuant to the Cooperation Agreement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“percentage ratio”	has the meaning ascribed to it under Rule 14.04(9) of the Listing Rules
“PRC”	the People’s Republic of China which, for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules

“Technology Research Institute”	Zhejiang Communications Group Technology Research Institute Co., Ltd.* (浙江省交通集團技術研究總院有限公司), a company established in the PRC and a wholly-owned subsidiary of Communications Group as at the date of this announcement
“Zhejiang Information”	Zhejiang Expressway Information Engineering Technology Co., Ltd.* (浙江高信技術股份有限公司), a joint stock limited company established in the PRC and a 65.85% owned subsidiary of Communications Group as at the date of this announcement
“ZJIC”	Zhejiang Institute of Communications Co., Ltd.* (浙江數智交院科技股份有限公司), a joint stock limited company established in the PRC and an approximately 55.08% owned subsidiary of Communications Group as at the date of this announcement
“%”	per cent

* For identification purposes only

By order of the Board
Zhejiang Expressway Co., Ltd.
YUAN Yingjie
Chairman

Hangzhou, the PRC, April 23, 2026

As at the date of this announcement, the Chairman of the Company is Mr. YUAN Yingjie; the employee Director of the Company is Ms. LIU Yiying; the executive Director of the Company is Mr. LI Wei; the other non-executive Directors of the Company are: Mr. ZHAO Xilong, Mr. FAN Ye and Mr. HUANG Jianzhang; and the independent non-executive Directors of the Company are: Mr. PEI Ker-Wei, Ms. LEE Wai Tsang, Rosa and Mr. YU Mingyuan.