

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

31/08/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Zhejiang Expressway Co., Ltd.

Date Submitted 04/09/2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 576 Description : H Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>1,433,854,500</u>	<u>1.00</u>	<u>1,433,854,500</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>1,433,854,500</u>	<u>1.00</u>	<u>1,433,854,500</u>

(2) Stock code : 576 Description : Domestic Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>2,909,260,000</u>	<u>1.00</u>	<u>2,909,260,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>2,909,260,000</u>	<u>1.00</u>	<u>2,909,260,000</u>

2. Preference Shares

Stock code : _____	Description : _____		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : _____	Description : _____		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (RMB) :

4,343,114,500

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>1,433,854,500</u>	<u>2,909,260,000</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>Nil</u>	<u>Nil</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>1,433,854,500</u>	<u>2,909,260,000</u>	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
2. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
3. _____ _____ _____ (/ /) _____ shares (Note 1)	_____	_____	_____	_____	_____	_____
			Total A. (Ordinary shares)		<u>N/A</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)	_____					

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month						
1. _____ _____	_____	_____	_____	_____	_____	_____						
(/ /)	Stock code (if listed) _____	Class of shares _____	issuable (Note 1) _____	Subscription price _____	EGM approval date _____	(if applicable) _____	(dd/mm/yyyy) _____	(/ /)	_____	_____	_____	_____
2. _____ _____	_____	_____	_____	_____	_____	_____						
(/ /)	Stock code (if listed) _____	Class of shares _____	issuable (Note 1) _____	Subscription price _____	EGM approval date _____	(if applicable) _____	(dd/mm/yyyy) _____	(/ /)	_____	_____	_____	_____
3. _____ _____	_____	_____	_____	_____	_____	_____						
(/ /)	Stock code (if listed) _____	Class of shares _____	issuable (Note 1) _____	Subscription price _____	EGM approval date _____	(if applicable) _____	(dd/mm/yyyy) _____	(/ /)	_____	_____	_____	_____
4. _____ _____	_____	_____	_____	_____	_____	_____						
(/ /)	Stock code (if listed) _____	Class of shares _____	issuable (Note 1) _____	Subscription price _____	EGM approval date _____	(if applicable) _____	(dd/mm/yyyy) _____	(/ /)	_____	_____	_____	_____
Total B. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>												

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<p>1. EURO365,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2022</p> <p>(Term of convertible bonds: From 21 April 2017 to 21 April 2022)</p> <p>(Conversion period of convertible bonds: Commences from 1 June 2017 and ends on 11 April 2022)</p>	Euro	Euro 365,000,000	Nil	Euro 365,000,000	Nil	266,800,528 H Shares (assuming full conversion of the bonds at the adjusted conversion Price of HKD11.35 per H Shares)
<p>Listed on The Stock Exchange of Hong Kong Limited, convertible bonds code: 5434</p> <p>Stock code (if listed) _____</p> <p>Class of shares issuable (Note 1) _____ H Shares</p> <p>Adjusted conversion price is HKD11.35 per H share</p> <p>Subscription price _____</p> <p>EGM approval date (if applicable) (dd/mm/yyyy) _____ (28 /12 /2016)</p>						
<p>2.</p> <p>_____</p> <p>_____</p> <p>_____</p>						
<p>Stock code (if listed) _____</p> <p>Class of shares issuable (Note 1) _____</p> <p>Subscription price _____</p> <p>EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)</p>						
<p>3.</p> <p>_____</p> <p>_____</p> <p>_____</p>						
<p>Stock code (if listed) _____</p> <p>Class of shares issuable (Note 1) _____</p> <p>Subscription price _____</p> <p>EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)</p>						
<p>4.</p> <p>_____</p>						

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
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Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	_____ (/ /) _____					
				Total C. (Ordinary shares)	N/A	_____
				(Preference shares)	N/A	_____
				(Other class)	N/A	_____

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
2. Open offer	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
3. Placing	At price :	State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
4. Bonus issue			Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	_____	_____
6.	Repurchase of shares		Class of shares _____ repurchased (<i>Note 1</i>) Cancellation date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	_____	_____
7.	Redemption of shares		Class of shares _____ redeemed (<i>Note 1</i>) Redemption date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	_____	_____
8.	Consideration issue	At price : State currency _____	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd / mm / yyyy) EGM approval date: (dd / mm / yyyy)	_____	_____

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
10. Other (Please specify)	At price : State currency _____ Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
		Total E. (Ordinary shares)	N/A _____
		(Preference shares)	N/A _____
		(Other class)	N/A _____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	Nil
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(*Note 2*)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the

