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Qilu Expressway Company Limited
齊魯高速公路股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1576)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of Qilu Expressway Company Limited (the “**Company**”) will be held at 9:00 a.m. on Tuesday, 19 November 2019 at Grand Conference Room 1, 1/F, Ramada Jinan, Block E, Yinfeng Fortune Plaza, No.1 Longaoxi Road, Lixia District, Jinan City, Shandong Province, the People's Republic of China (the “**PRC**”) for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To re-elect Mr. Li Gang as an executive director;
2. To re-elect Mr. Peng Hui as an executive director;
3. To elect Mr. Liu Qiang as an executive director;
4. To re-elect Mr. Chen Dalong as a non-executive director;
5. To re-elect Mr. Wang Shaochen as a non-executive director;

6. To re-elect Mr. Su Xiaodong as a non-executive director;
7. To re-elect Mr. Yuan Ruizheng as a non-executive director;
8. To re-elect Mr. Tang Haolai as a non-executive director;
9. To elect Mr. Zhou Cenyu as a non-executive director;
10. To elect Ms. Kong Xia as a non-executive director;
11. To re-elect Mr. Cheng Xuezhao as an independent non-executive director, and to approve the proposed remuneration;
12. To re-elect Mr. Li Hua as an independent non-executive director, and to approve the proposed remuneration;
13. To re-elect Mr. Wang Lingfang as an independent non-executive director, and to approve the proposed remuneration;
14. To re-elect Mr. He Jiale as an independent non-executive director, and to approve the proposed remuneration;
15. To elect Mr. Han Ping as an independent non-executive director, and to approve the proposed remuneration;
16. To re-elect Ms. Meng Xin as a shareholder representative supervisor;
17. To re-elect Mr. Wu Yongfu as a shareholder representative supervisor;
18. To elect Mr. Zhang Yin as a shareholder representative supervisor;
19. To re-elect Mr. Li Ruzhi as an independent supervisor, and to approve the proposed remuneration;
20. To elect Mr. Meng Qinghui as an independent supervisor, and to approve the proposed remuneration; and

21. To authorize any one executive director of the Company to enter into service contract with the candidates for election and to do all such acts and things to give effect to such matters upon approval of the appointment of candidates for election of the second session of the board of directors and supervisor committee of the Company at the EGM.

By order of the Board
Qilu Expressway Company Limited
LI Gang
Chairman

Shandong, the PRC
4 October 2019

Notes:

1. The register of members of the Company will be closed from Saturday, 19 October 2019 to Tuesday, 19 November 2019 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to qualify for attending the EGM, unregistered shareholders shall ensure that all transfers of shares accompanied by share certificates and transfer documents must be lodged with the Company's Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), or the head office of the Company in the PRC at Room 2301, Block 4, Zone 3, Hanyu Financial & Business Centre, No. 7000, Jingshi East Road, High-tech Zone, Jinan city, Shandong Province, PRC (for holders of domestic shares), and in any case no later than 4:30 p.m. on Friday, 18 October 2019.
2. Any shareholders entitled to attend and vote at the EGM can appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
3. In order to be valid, the proxy form must be deposited in person or by post to the Company's Hong Kong H share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), or to the correspondence address of the Company (attention: secretary of the Board) (for holders of domestic shares) not less than 24 hours before the time for holding the EGM (or any adjournment thereof) or the time appointed for polling. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and delivery of the proxy form will not preclude shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish.
4. Shareholders or their proxies shall produce their identification documents when attending the EGM.
5. Shareholders who intend to attend the EGM shall complete the reply slip and return it in person or by post to the Company's Hong Kong H share registrar and transfer office (for holders of H shares), and in person or by post or by fax to the correspondence address of the Company (attention: secretary of the Board) (for holders of domestic shares) no later than Tuesday, 29 October 2019.

6. The EGM is expected to last for no more than half a day. Shareholders who attend the EGM shall bear their own travelling and accommodation expenses.
7. The correspondence address of the Company is as follows:

Address: Room 2301, Block 4, Zone 3, Hanyu Financial & Business Centre, No. 7000,
Jingshi East Road, High-tech Zone, Jinan City, Shandong Province, PRC
Postal Code: 250101
Fax: (+86) 0531-87207077
8. The voting at the EGM shall be conducted by way of poll. The results of the poll will be published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.qlecl.com).

As at the date of this notice, the executive Directors are Mr. Li Gang and Mr. Peng Hui; the non-executive Directors are Mr. Chen Dalong, Mr. Wang Shaochen, Mr. Wu Dengyi, Mr. Li Jie, Mr. Wang Long, Mr. Su Xiaodong, Mr. Yuan Ruizheng and Mr. Tang Haolai; and the independent non-executive Directors are Mr. Wu Yuxiang, Mr. Cheng Xuezhan, Mr. Li Hua, Mr. Wang Lingfang and Mr. He Jiale.