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深圳高速公路股份有限公司

SHENZHEN EXPRESSWAY COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00548)

ANNOUNCEMENT

**INDEPENDENT SHAREHOLDERS' APPROVAL FOR ACQUISITION OF
45% EQUITY INTEREST IN SHENZHEN AIRPORT-HEAO
EXPRESSWAY (EASTERN SECTION) COMPANY LIMITED**

Reference is made to the joint announcement of Shenzhen Expressway Company Limited ("Company") and Shenzhen International Holdings Limited ("Shenzhen International") dated 2 June 2009, and the circular of the Company dated 23 June 2009, both of which are related to the acquisition of 45% equity interest in Shenzhen Airport - Heao Expressway (Eastern Section) Company Limited ("Transaction").

The directors of the Company hereby announce that, as informed by Shenzhen International, the independent shareholders of Shenzhen International have approved the Transaction at the special general meeting convened on 9 July 2009.

According to Rules 14.44 and 14A.43 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the condition precedent set out in the written approval by Xin Tong Chan Development (Shenzhen) Co., Ltd, Shenzhen Shen Guang Hui Highway Development Company and Advance Great Limited (all of which are wholly-owned subsidiaries of Shenzhen International) in lieu of holding a general meeting to obtain approval from the independent shareholders of the Company has been satisfied. Therefore, for the purpose of the Transaction, the Company has satisfied the requirement for independent shareholders' approval under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

By Order of the Board
Wu Qian
Company Secretary

Shenzhen, PRC, 9 July 2009

As at the date of this announcement, the directors of the Company are Mr. Yang Hai (Chairman of the Board), Mr. Wu Ya De (Executive Director and President), Mr. Li Jing Qi (Non-executive Director), Mr. Zhao Jun Rong (Non-executive Director), Mr. Tse Yat Hong (Non-executive Director), Mr. Lin Xiang Ke (Non-executive Director), Ms. Zhang Yang (Non-executive Director), Mr. Chiu Chi Cheong, Clifton (Non-executive Director), Mr. Lam Wai Hon, Ambrose (Independent non-executive Director), Mr. Ting Fook Cheung, Fred (Independent non-executive Director), Mr. Wang Hai Tao (Independent non-executive Director) and Mr. Zhang Li Min (Independent non-executive Director).