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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: 548)**

## **Announcement**

Reference is made to the announcements of the Company dated 8 May 2007 and 9 May 2007 (the "Announcements"). Terms defined in the Announcements shall have the same meanings when used herein unless otherwise defined.

Recently, it came to the attention of the Company that on 26 June 2007, the Securities and Futures Commission of Hong Kong has confirmed in its reply letter that pursuant to Note 6(a) of Rule 26.1 of the Takeovers Code, the reallocation of the entire equity interests of SGH Company from Shenzhen Roads Bureau to Shenzhen SASAC at nil consideration as mentioned in the Announcements would not give rise to an obligation to make a general offer for the shares of the Company under the Takeovers Code.

Additionally, as mentioned in the Announcements, Shenzhen SASAC is applying to China Securities Regulatory Commission for a waiver from making a general offer. Currently, the related procedures are still in progress.

By Order of the Board  
**Wu Qian**  
*Joint Company Secretary*

Shenzhen, the PRC, 5 July 2007

*As at the date of this announcement, the directors of the Company are Mr. Yang Hai (Chairman of the Board), Mr. Wu Ya De (Director and General Manager), Mr. Li Jing Qi (Non-executive Director), Mr. Wang Ji Zhong (Non-executive Director), Mr. Liu Jun (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. Li Zhi Zheng (Independent non-executive Director), Mr. Zhang Zhi Xue (Independent non-executive Director), Mr. Poon Kai Leung, James (Independent non-executive Director) and Mr. Wong Kam Ling (Independent non-executive Director).*

*All directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*