The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

POLL RESULTS OF THE THIRD EXTRAORDINARY GENERAL MEETING 2005

Reference is made to the circular (the "Circular") dated 18 April 2005 issued by Shenzhen Expressway Company Limited (the "Company"). Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

Poll Results of The Third Extraordinary General Meeting 2005

At the Third Extraordinary General Meeting 2005 (the "EGM") of the Company held at the meeting room of the Company at 19/F, Tower A, United Plaza, No.5022 Binhe Road North, Shenzhen, the People's Republic of China on 3 June 2005 (Friday) at 3:00 p.m., poll voting was demanded by the Chairman for voting on the proposed resolutions (the "Resolutions") as set out in the Notice of the EGM dated 18 April 2005 (the "Notice"). The Resolutions were approved by shareholders. The board of directors of the Company is pleased to announce the poll results in respect of the Resolutions as follows:

		Number of Votes (%)		
Resolutions		For	Against	Total Votes
(1)	the entering into of the Jade Emperor Acquisition Agreement and the Project Company Acquisition Agreement and the transactions contemplated thereunder were approved, confirmed and ratified and the board of directors of the company were authorized to do all such things and acts and execute such documents which they consider necessary or expedient for the implementation of and give effect to the Jade Emperor Acquisition Agreement and the Project Company Acquisition Agreement.	643,531,469 100%	0 0%	643,531,469
(2)	the appointment of Mr. Wong Kam Ling as the independent non- executive director of the Company was approved and the board of directors of the Company was authorized to decide the terms of the service contract with Mr. Wong Kam Ling and to execute or authorize the execution of such documents on behalf of the company as they may consider necessary or desirable to carry out the aforesaid appointment.	1,298,311,469 100%	0 0%	1,298,311,469

As more than 50% of the votes were cast in favour of each of the Resolutions, each of the Resolutions were duly passed as ordinary resolutions. Shareholders may refer to the Notice for details of the Resolutions.

Notes:

- (a) The total number of shares in issue as at the date of the EGM: 2,180,700,000 shares of RMB 1.00 each, of which 654,780,000 shares are State Shares, 613,420,000 shares are Legal Persons Shares, 165,000,000 shares are A Shares and 747,500,000 shares are H shares. 654,780,000 shares are held by Xin Tong Chan Development (Shenzhen) Company Limited (新通產實業開發(深圳)有限公司), a connected person of the Company interested in the Resolution 1. In accordance with the Listing Rules, Xin Tong Chan Development (Shenzhen) Company Limited (新通產實業開發(深圳)有限公司) and its associates had refrained from voting at the EGM for Resolution 1 accordingly.
- (b) The total number of shares entitling the holders to attend and vote only against the Resolutions at the EGM:

Resolution 1: 0 shares Resolution 2: 0 shares

(c) The total number of shares entitling the holders to attend and vote for or against the Resolutions at the EGM:

Resolution 1: 1,525,920,000 shares Resolution 2: 2,180,700,000 shares

Hong Kong Registrars Limited, Hong Kong H Share Registrar and Transfer Office of the Company, has acted as the scrutineer and based on the completed poll voting forms collected by the Company, performed calculation to obtain the above-mentioned poll voting results.

By Order of the Board
Wu Qian
Joint Company Secretary

Shenzhen, the PRC, 3 June 2005

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. Zhang Rong Xing (Director); Mr. Lin Xiang Ke (Director); Ms. Zhang Yang (Director); Mr. Chiu Chi Cheong, Clifton (Director); Mr. Li Jing Qi (Director); Mr. Wang Ji Zhong (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).

Please also refer to the published version of this announcement in The Standard.