



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)
(Stock Code: 548)

POLL RESULTS OF 2004 ANNUAL GENERAL MEETING

At the 2004 annual general meeting (the “AGM”) of Shenzhen Expressway Company Limited (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 8 April 2005 (Friday) at 10:00 a.m., poll voting was demanded by the Chairman for voting on the proposed resolutions as set out in the notice of annual general meeting of the Company dated 18 February 2005 (the “Notice”). All resolutions as set out in the Notice were approved by shareholders of the Company. The board of directors of the Company (“the Board of Directors”) is pleased to announce the poll results in respect of the resolutions passed on the AGM of the Company as follows:

Resolutions		Number of Votes (%)		Total Votes
		For	Against	
1.	To consider and approve the report of the Directors for the year 2004.	1,407,282,999 (100%)	Nil	1,407,282,999
2.	To consider and approve the report of the Supervisory Committee for the year 2004.	1,407,282,999 (100%)	Nil	1,407,282,999
3.	To consider and approve the audited accounts for the year 2004.	1,407,282,999 (100%)	Nil	1,407,282,999
4.	To consider and approve the proposed distribution scheme of profits for the year 2004 (including declaration of final dividend).	1,407,282,999 (100%)	Nil	1,407,282,999
5.	To consider and approve the budget plan for the year 2005.	1,407,282,999 (100%)	Nil	1,407,282,999
6.	To consider and approve the emoluments of the directors and supervisors for the year 2005.	1,407,202,999 (99.9943%)	80,000 (0.0057%)	1,407,282,999

Resolutions		Number of Votes (%)		Total Votes
		For	Against	
7.	To consider and approve the re-appointment of Messrs. PricewaterhouseCoopers (Certified Public Accountants, Hong Kong) as the international auditors and PricewaterhouseCoopers Zhong Tian CPAs Co., Ltd. as the statutory auditors of the Company, respectively, and to authorise the Board of Directors of the Company to fix their remuneration.	1,407,202,999 (99.9943%)	80,000 (0.0057%)	1,407,282,999
8.	To consider and approve the immediate appointment of (a) Mr. Li Jing Qi as director; (b) Mr. Wang Ji Zhong as director; (c) Mr. Yang Hai as director; (d) Mr. Chen Chao as supervisor; with a term starting from the date of appointment till 31 December 2005.	1,407,282,999 (100%) 1,407,282,999 (100%) 1,407,282,999 (100%) 1,407,282,999 (100%)	Nil Nil Nil Nil	1,407,282,999 1,407,282,999 1,407,282,999 1,407,282,999
9.	To consider and approve the amendment to the Articles of Association of the Company by way of special resolution and to authorise the Board of Directors of the Company to file the amended Articles of Association with the relevant government authorities.	1,407,282,999 (100%)	Nil	1,407,282,999

Resolutions		Number of Votes (%)		Total Votes
		For	Against	
10.	To consider and, if thought fit, pass the special resolution to authorize the Board of Directors of the Company to repurchase H Shares of the Company up to a maximum of 10 per cent. of the aggregate nominal value of the H Shares in issue of the Company.	1,407,282,999 (100%)	Nil	1,407,282,999

Resolutions 1 to 8 were passed as ordinary resolutions, and Resolutions 9 and 10 were passed as special resolutions. Shareholders may refer to the Notice for details of the aforesaid resolutions.

As at the date of the AGM, the issued share capital of the Company is 2,180,700,000 shares of RMB1 each, of which 654,780,000 shares are State Shares, 613,420,000 shares are Legal Persons Shares, 165,000,000 shares are Renminbi-denominated ordinary Shares and 747,500,000 shares are Overseas-listed Foreign Shares (“H Shares”). There is no restriction on shareholders to cast votes on any of the aforesaid resolutions at the AGM.

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.

In addition to the aforesaid resolutions approved in the AGM, the Company would like to explain matters in respect of the payment of final dividend as follows:

H Shareholders of the Company whose names appeared on the register of shareholders of H shares of the Company at the close of business on 8 March 2005 shall be entitled to the final dividends for the year 2004. According to Article 158 of the Articles of Association of the Company, the dividend distributed to the shareholders of H Shares will be paid in Hong Kong Dollars (“HK\$”). The exchange rate for the final dividend is the average of the median exchange rate for converting RMB into HK\$ quoted by the People’s Bank of China for the five working days preceding the day on which the final dividend was declared, i.e. at the rate of 100: 106.084 for converting HK\$ into RMB. Accordingly, each H Share of the Company will receive HK\$0.1037 as final dividend which will be distributed on or before 20 May 2005 (instead of 28 April 2005 as stated in the results announcement (summary) published on 18 February 2005) as a result of new requirement of State Administration for Exchange Control.

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. Ho Pak Cho, Denis Morgie (Independent non-executive Director); Mr. Li Zhi Zheng (Independent non-executive Director); Mr. Zhang Zhi Xue (Independent non-executive Director) and Mr. Poon Kai Leung, James (Independent non-executive Director).

By Order of the Board
Wu Qian
Joint Company Secretary

Shenzhen, the PRC, 8 April 2005

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