



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 FIRST EXTRAORDINARY GENERAL MEETING 2004 FOR
HOLDERS OF OVERSEAS-LISTED FOREIGN SHARES**

At the first extraordinary general meeting 2004 for holders of overseas-listed foreign shares (“H Shares”) (the “H Shareholders EGM”) 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 23rd April 2004 (Friday) at 11.00 a.m., poll voting was demanded by the Chairman for voting on the proposed resolution as set out in the notice of first extraordinary general meeting 2004 for holders of H Shares dated 5th March 2004 (the “Notice”). The resolution was approved by holders of H Shares and the board of directors (the “Board of Directors”) of the Company is pleased to announce the poll results in respect of the resolution of the H Shareholders EGM of the Company as follows:

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.	80,854,000 (99.9876%)	10,000 (0.0124%)	80,864,000

The Resolution was passed as a special resolution. Shareholders may refer to the Notice for details of the aforesaid resolution.

As at the date of the H Shareholders EGM, the issued share capital of the Company is 2,180,700,000 shares of RMB1 each, of which 654,780,000 shares are held by the State, 613,420,000 shares are held by PRC legal persons, 165,000,000 shares are A Shares and 747,500,000 shares are H shares. There is no restriction on holder of H shares to cast votes on the aforesaid resolution at the H Shareholders EGM.

Hong Kong Registrars Limited, the share registrar 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.

As at the date of this announcement, the directors of the Company are: Mr. Chen Chao (Chairman of the Board); Mr. Wu Ya De (Director and General Manager); Mr. Zhang Rong Xing (Director and Company Secretary); Mr. Zhong Shan Qun (Director); Ms. Tao Hong (Director); Mr. Lin Xiang Ke (Director); Ms. Zhang Yang (Director); Mr. Chiu Chi Cheong, Clifton (Director); Mr. Ho Pak Cho, Denis Morgie (Independent Director); Mr. Li Zhi Zheng (Independent Director); Mr. Zhang Zhi Xue (Independent Director) and Mr. Poon Kai Leung, James (Independent Director).

By Order of the Board
Zhang Rong Xing
Director & Company Secretary
Shenzhen, the PRC, 23 April 2004

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