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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
THE RESOLUTIONS OF THE NINETEENTH MEETING OF
THE SIXTH SESSION OF THE BOARD

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Announcement is hereby given that the nineteenth meeting of the sixth session of the board of directors (the “Board”) of Shenzhen Expressway Company Limited (the “Company”) was held in Guiyang on 4 July 2014 (Friday). 12 directors of the Company, who are eligible to attend the meeting, all attended the meeting in person or by authorising another director to attend. The supervisors of the Company were present in the meeting as observers. The meeting was convened in accordance with the relevant provisions of the Company Law of the People’s Republic of China and the Articles of Association of the Company. The following matters were considered and approved at the meeting:

1. Considered and approved the proposal of the registration of a wholly-owned subsidiary in Qianhai and carrying out financing work (關於在前海註冊全資子公司及開展融資工作的議案). The Board has approved to establish a wholly-owned subsidiary in Qianhai, Shenzhen in order to expand the capacity of the operation and development of the Company, and to broaden the financing channels. The registered capital of the subsidiary is RMB100 million. The tentative business scope of the subsidiary includes engineering consulting, engineering design and engineering project management, and the management of the construction and operation of public facilities. The Board has also agreed to the utilisation of the subsidiary by the Company as a platform to apply for credit facilities of not exceeding RMB200 million and the commencement of the financing business at appropriate times, and when necessary, the provision of a guarantee by the Company on a joint liability basis for its loan. Based on the actual financial needs, the application progress of the said financing, the negotiation and the entering into the guarantee agreement (if any), the Company will comply with the information disclosure obligations timely.

2. Considered and approved the proposal of entrusted construction management of the newly-built toll stations of Meiguan Expressway and the ancillary facilities (關於受託管理梅觀高速公路新建收費站及配套設施工程的議案). The Company and its subsidiary (the “Group”), the Transport Commission of Shenzhen Municipality (深圳市交通運輸委員會, “Transport Commission”) and Shenzhen Longhua New Area Administrative Committee (深圳市龍華新區管委會, “Longhua New Area”) entered into the Agreement regarding the Toll Adjustment of Meiguan expressway and the Transfer of Assets (梅觀高速公路調整收費補償及資產移交協議) on 27 January 2014. For details, please refer to the announcements of the Company on 27 January 2014, 28 March 2014 and 31 March 2014 respectively. According to the said agreement, the Shenzhen Government will set up a new mainline toll station and four ramp toll stations for the Meiguan Expressway in order to maintain the integrity of expressway toll networks of Guangdong Province. The capital contribution to set up the new toll stations and ancillary facilities shall be made by Longhua New Area, and such works shall be operated and managed by the Group upon completion. In order to facilitate the transfer of assets and the corresponding repair and maintenance responsibilities, the Board has agreed the Company to accept the entrustment by Transport Commission and Longhua New Area to manage the construction of the new toll stations and ancillary facilities according to the proposal and draft contract.

3. Considered and approved the proposal of carrying out the construction organisation works of the foregoing section of Outer Ring Project (關於開展外環項目先行段建設組織工作的議案). The Company is currently negotiating with the government authorities on the investment and construction proposals relating to the Shenzhen Section of the Outer Ring Expressway (the “Outer Ring Project”). The proposals have not yet been finalised. In order to cooperate with the government for the overall planning and work arrangement in relation to expressway construction, on the condition that the Shenzhen Government has specified the ultimate responsibility for Outer Ring Project and has made arrangements for the construction funding, the Board has agreed the Group to carry out the construction organisation works for the foregoing section of Outer Ring Project (the “Foregoing Section”). According to the organisation proposal of the Foregoing Section, the estimated investment amount is approximately RMB 500 million. The construction will utilise the funds arranged by the government, the Company will carry out the organisation and implementation through its wholly-owned subsidiary, Shenzhen Outer Ring Expressway Investment Company Limited (深圳市外環高速公路投資有限公司). If the Group and the Shenzhen Government finally fail to reach agreement on the investment and exclusive operation right matters regarding the Outer Ring Project, the Shenzhen Government or other investors determined by Shenzhen Government will take over the construction of the Foregoing Section and the preliminary costs incurred for the Outer Ring Project and bear relevant legal responsibilities and obligations.

4. Considered and approved the proposal of the transfer of 100% equity interests and debt interests of Guizhou Yuelong Investment Company Limited (關於轉讓貴州悅龍投資有限公司 100% 股權及債權的議案). The Board has approved Guizhou Shenzhen Expressway Property Company Limited (貴州深高速置地有限公司), a subsidiary of the Company, to transfer its 100% equity interests and debt interests in Guizhou Yuelong Investment

Company Limited (the “Yuelong Company”) through public listing on the Shenzhen United Property and Share Rights Exchange. The listing price shall not be less than the appraised assets value of Yuelong Company. The principal assets of Yuelong Company are the land use rights with an area of approximately 296 mu located in Longli, Guizhou.

5. Considered and approved the proposal of the related person to undertake construction and installation works of a subsidiary (關於關聯人承接子公司建築安裝工程的議案). The Board has approved Guizhou Shenzhen Expressway Property Company Limited (貴州深高速置地有限公司), a subsidiary of the Company, in accordance with the pre-determined bidding process, to enter into an agreement with CCCC-SHB Fifth Engineering Co., Ltd. in respect of the construction and installation work on the first contract section of the first phase of the further development on Land No.I of the Guilong Project. The details of the said transaction shall be otherwise announced upon the signing of the formal agreement.

By Order of the Board
Wu Qian
Company Secretary

Shenzhen, PRC, 7 July 2014

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. Hu Wei (Non-executive Director), Mr. Tse Yat Hong (Non-executive Director), Ms. Zhang Yang (Non-executive Director), Mr. Chiu Chi Cheong, Clifton (Non-executive Director), Mr. Wang Hai Tao (Independent non-executive Director), Mr. Zhang Li Min (Independent non-executive Director), Mr. Au Sing Kun (Independent non-executive Director) and Mr. Lin Chu Chang (Independent non-executive Director).

This announcement is originally prepared in Chinese. In the event of any inconsistency, the Chinese text of this announcement shall prevail over the English text.