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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)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board of directors (the “Board”) of Shenzhen Expressway Company Limited (the “Company”) hereby announces that the Board received a letter of resignation from Mr. Shi Xian Liang (“Mr. Shi”), an independent non-executive director (the “Independent Director”) of the Company on 23 November 2015. Due to work reasons, Mr. Shi resigned from the position of Independent Director of the Company and the relevant positions in specialized committees of the Board.

Since the resignation of Mr. Shi will result in the number of Independent Directors of the Company decrease to less than one-third of the members of the Board, in accordance with the relevant regulations of the Company Law of the People’s Republic of China, the Guiding Opinion on Establishment of Independent Director Systems by Listed Companies (《關於在上市公司建立獨立董事制度的指導意見》) and the articles of association of the Company, the resignation of Mr. Shi will take effect after a new Independent Director has been elected at the general meeting of the Company. During the period, Mr. Shi will continue to perform his duties as the Independent Director and his relevant duties in committees of the Board in accordance with relevant laws, regulations and the articles of association of the Company.

Mr. Shi has confirmed that he has no disagreement with the Board or the supervisory committee of the Company and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited. The Board would like to take this opportunity to express its sincere gratitude and appreciation to Mr. Shi for his valuable contributions to the Company during his term of office.

By Order of the Board  
**Hu Wei**  
*Chairman*

Shenzhen, PRC, 23 November 2015

*As at the date of this announcement, the directors of the Company are Mr. HU Wei (Executive Director and Chairman of the Board), Mr. WU Ya De (Executive Director and President), Mr. WANG Zeng Jin (Executive Director), Mr. LI Jing Qi (Non-executive Director), Mr. ZHAO Jun Rong (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. AU Sing Kun (Independent non-executive Director), Mr. LIN Chu Chang (Independent non-executive Director), Mr. HU Chun Yuan (Independent non-executive Director) and Mr. SHI Xian Liang (Independent non-executive Director).*