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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**

### **PROPOSED APPOINTMENT OF AUDITORS FOR 2016**

At the annual general meeting of Shenzhen Expressway Company Limited (the “Company”) on 15 May 2015, PricewaterhouseCoopers Zhong Tian LLP (“PwC”) was appointed as the auditors of the Company for 2015, to perform consolidated audit on the annual financial statements and internal control, and undertake the role of the international auditors in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and its term of office shall expire upon conclusion of the annual general meeting of the Company for 2015.

According to the relevant provisions of the continuous period of the annual audit for an enterprise that the auditors may undertake in “Provisional Regulations on annual financial accounts audit of Shenzhen municipal state-owned enterprise” (《深圳市屬國有企業年度財務決算審計工作暫行規定》) issued by State-owned Assets Supervision and Administration Commission of Shenzhen Municipal People’s Government (深圳市人民政府國有資產監督管理委員會) in 2015, the rotation of auditors shall be performed by the Company.

The Board has proposed that Ernst & Young Hua Ming LLP (“Ernst & Young”) be appointed as the auditors of the Company for 2016, to perform consolidated audit on the annual financial statements and internal control, and undertake the role of the international auditors in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The Board has also proposed that the Board be authorised to fix their fees. Such proposals are subject to the approval by the shareholders of the Company at the general meeting. A circular containing, among other things, the abovementioned information and the notice of the general meeting will be despatched to the shareholders of the Company separately.

Ernst & Young is a firm of practicing accountants which has been endorsed by the China Ministry of Finance and the China Securities Regulatory Commission to act as reporting accountants and/or auditors for Mainland incorporated companies listed in Hong Kong.

PwC will retire as the auditors of the Company upon conclusion of the annual general meeting of the Company for 2015. PwC had confirmed in writing that there is no matters in connection

with its retirement as the Company's auditors that it considers necessary to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company have also confirmed that there is no matters in respect of PwC's retirement as the Company's auditors which they consider necessary to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to PwC for the professional services provided to the Company over the years.

By Order of the Board  
**Luo Kun**  
*Joint Company Secretary*

Shenzhen, the PRC, 25 April 2016

*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. 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).*