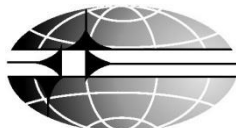


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深圳高速公路股份有限公司

SHENZHEN EXPRESSWAY COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00548)

**POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL
MEETING 2017, THE SECOND CLASS MEETING 2017 OF HOLDERS OF
A SHARES AND THE SECOND CLASS MEETING 2017 OF HOLDERS OF
H SHARES**

The Board hereby announces that all the resolutions set out in the notice of the first extraordinary general meeting 2017, the notice of the second class meeting 2017 of holders of A shares and the notice of the second class meeting 2017 of holders of H shares dated 13 November 2017 were duly passed (collectively with the aforesaid notices, the “Notices”).

Reference is made to the circular (the “Circular”) of Shenzhen Expressway Company Limited (the “Company”) dated 13 December 2017 in relation to the First Extraordinary General Meeting 2017 (the “EGM”), the second class meeting 2017 of holders of A shares (the “ACM”) and the second class meeting 2017 of holders of H shares (the “HCM”) (collectively, the “Meetings”). Unless the context requires otherwise, capitalized terms used herein shall have the same meaning as those defined in the Circular.

CONVENING AND ATTENDANCE OF THE EGM, THE ACM AND THE HCM

The EGM, the ACM and the HCM were held consecutively at the conference room of the Company at Podium Levels 2-4, Jiangsu Building, Yitian Road, Futian District, Shenzhen, the People’s Republic of China on 28 December 2017 (Thursday) at 9:00 a.m.

As at the date of Meetings, the total number of the Shares is 2,180,770,326 Shares, of which 1,433,270,326 Shares are A Shares and 747,500,000 Shares are H Shares. The total number of Shares entitling the holders to attend and vote on the resolutions set out in the EGM Notice at the EGM is 2,180,770,326 Shares. The total number of Shares entitling the holders to attend and abstain from voting in favour on the resolutions at the EGM as set out in Rule 13.40 of the

Listing Rules is nil. The total number of Shares of holders that are required under the Listing Rules to abstain from voting is nil. In the case of ACM, the total number of Shares entitling the holders to attend and vote for or against any resolution proposed at the ACM was 1,433,270,326 Shares. In the case of HCM, the total number of Shares entitling the holders to attend and vote for or against any resolution proposed at the H Share Class Meeting was 747,500,000 Shares. the total number of Shares entitling the holders to attend and abstain from voting in favour on the resolutions at the HCM as set out in Rule 13.40 of the Listing Rules is nil, and the total number of Shares of holders that are required under the Listing Rules to abstain from voting is nil.

A total of 12 Shareholders holding 1,513,904,186 Shares, representing approximately 69.42 % of the total number of the Shares carrying voting rights at the EGM, were present in person or by proxy, among whom:

1. 11 holders of A Shares holding 1,217,634,863 Shares, representing approximately 55.84 % of the total number of the Shares carrying voting rights; and
2. 1 holders of H Shares holding 296,269,323 Shares, representing approximately 13.59 % of the total number of the Shares carrying voting rights.

A total of 11 A Shareholders of the Company and duly authorized proxies holding a total of 1,217,634,863 A Shares, representing 84.96 % of the total number of A Shares carrying voting rights were present at the ACM.

A total of 1 H Shareholders of the Company and duly authorized proxies holding a total of 296,269,323 H Shares, representing 40.09 % of the total number of H Shares carrying voting rights were present at the HCM.

POLL RESULTS OF THE EGM

The Board announces that the resolutions were approved by the Shareholders at the EGM and the poll results in respect of the resolutions are as follows:

Ordinary Resolutions	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve the resolution in relation to the satisfaction of the requirements for the public issue of the A Share Convertible Bonds by the Company;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
2. To consider and approve the resolution in relation to the feasibility analysis report on the use of proceeds from the public issue of the A Share Convertible Bonds by the Company;	1,513,902,186 (100%)	2,000 (0.00%)	0 (0.00%)
3. To consider and approve the resolution in relation to the report of the use of proceeds previously raised by the Company;	1,513,904,186 (100%)	0 (0.00%)	0 (0.00%)

4. To consider and approve the resolution in relation to the Company's proposal on the Shareholders' return for the future three years (2017 to 2019);	1,513,904,186 (100%)	0 (0.00%)	0 (0.00%)
5. To consider and approve the resolution in relation to the dilution of current returns by the public issue of the A Share Convertible Bonds by the Company and the remedial measures;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
6. To consider and approve the undertakings by the controlling shareholder, actual controller, directors and senior management of the Company on the actual performance of the remedial measures for the dilution of current returns of the Company;	1,513,902,186 (100%)	2,000 (0.00%)	0 (0.00%)
7. To consider and approve the resolution in relation to the term of A Share Convertible Bonds holders' meeting;	1,513,902,186 (100%)	2,000 (0.00%)	0 (0.00%)
Special Resolutions	Number of Votes (%)		
	For	Against	Abstain
8. To consider and approve by way of separate resolutions in relation to the proposal of the public issue of the A Share Convertible Bonds by the Company:			
8.01 Type of securities to be issued;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.02 Issue size;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.03 Par value and issue price;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.04 Term of bond;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.05 Interest rate of bond;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.06 Method and timing of interest payment;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.07 Conversion period;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.08 Determination of the number of conversion shares;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.09 Determination of the Conversion Price;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.10 Adjustment to the Conversion Price;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.11 Downward adjustment to the Conversion Price;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.12 Terms of redemption;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.13 Terms of sale back;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)

8.14 Dividend rights of the conversion year;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.15 Method of issuance and target investors;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.16 Subscription arrangement for existing A shareholders;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.17 Relevant matters on A Share Convertible Bonds holders' meetings;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.18 Use of proceeds;	1,513,902,186 (100%)	2,000 (0.00%)	0 (0.00%)
8.19 Management and deposit of proceeds;	1,513,902,186 (100%)	2,000 (0.00%)	0 (0.00%)
8.20 Guarantee;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.21 Validity period of the resolutions;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
8.22 Matters relating to authorization;	1,511,145,099 (99.82%)	2,759,087 (0.18%)	0 (0.00%)
Ordinary Resolutions	Number of Votes (%)		
	For	Against	Abstain
9. To consider and approve the remuneration of the eighth session of the board of directors and the supervisory committee of the Company;	1,513,748,848 (99.99%)	155,338 (0.01%)	0 (0.00%)
Ordinary Resolutions	Cumulative Voting Number of Votes(%)	Number of Shares Carrying Voting Rights Represented by the Shareholders Attending the EGM	
10. To consider and approve the re-election or appointment (if applicable) of the following candidates as the directors of the eighth session of the board of directors of the Company:			
10.01 Mr. Hu Wei;	1,499,313,084(99.04%)	1,513,904,186	
10.02 Mr. Liao Xiang Wen;	1,507,206,682(99.56%)	1,513,904,186	
10.03 Ms. Gong Tao Tao;	1,505,656,682(99.46%)	1,513,904,186	
10.04 Mr. Liu Ji;	1,500,968,654(99.15%)	1,513,904,186	
10.05 Ms. Chen Yan;	1,501,816,413(99.20%)	1,513,904,186	
10.06 Mr. Fan Zhi Yong;	1,501,815,413(99.20%)	1,513,904,186	
10.07 Mr. Wu Ya De;	1,507,206,682(99.56%)	1,513,904,186	
10.08 Mr. Chen Yuan Jun;	1,449,227,585(95.73%)	1,513,904,186	

11. To consider and approve the re-election or appointment (if applicable) of the following candidates as the independent non-executive directors of the eighth session of the board of directors of the Company:		
11.01 Mr. Hu Chun Yuan;	1,463,630,945(96.68%)	1,513,904,186
11.02 Mr. Cai Shu Guang;	1,506,651,471(99.52%)	1,513,904,186
11.03 Mr. Wan Siu Wah Wilson;	1,510,339,852 (99.76%)	1,513,904,186
11.04 Ms. Chen Xiao Lu;	1,510,340,852(99.76%)	1,513,904,186
12. To consider and approve the re-election or appointment (if applicable) of the following candidates as the shareholders' representative supervisors of the eighth session of the supervisory committee of the Company:		
12.01 Mr. Wang Zeng Jin;	1,507,662,850(99.59%)	1,513,904,186
12.02 Ms. Ye Jun.	1,461,984,107(99.57%)	1,513,904,186
As more than half of the votes were cast in favour of the resolutions 1-7 and 9, the above resolutions were passed as ordinary resolutions.		
As more than two-thirds of the votes were cast in favour of resolutions 8.01-8.22 the above resolutions were passed as special resolutions.		
Cumulative voting system was adopted for the resolution sets 10, 11 and 12. For resolutions 10.01~10.08,11.01~11.04 and 12.01~12.02, the number of votes for each resolution exceeded half of number of shares carrying voting rights represented by the shareholders attending the EGM, therefore the aforesaid resolutions were duly passed as ordinary resolutions. For details of the resolutions, please refer to the notice of the EGM, the announcement of the Company dated 9 November 2017 and the Circular.		

POLL RESULTS OF THE ACM

The Board announces that the resolutions were approved by the Shareholders at the ACM and the poll results in respect of the resolutions are as follows:

Special Resolutions	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve by way of separate resolutions in relation to the proposal of the public issue of the A Share Convertible Bonds by the Company:			
1.01 Type of securities to be issued;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.02 Issue size;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.03 Par value and issue price;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.04 Term of bond;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.05 Interest rate of bond;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.06 Method and timing of interest payment;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)

Special Resolutions	Number of Votes (%)		
	For	Against	Abstain
1.07 Conversion period;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.08 Determination of the number of conversion shares;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.09 Determination of the Conversion Price;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.10 Adjustment to the Conversion Price;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.11 Downward adjustment to the Conversion Price;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.12 Terms of redemption;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.13 Terms of sale back;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.14 Dividend rights of the conversion year;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.15 Method of issuance and target investors;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.16 Subscription arrangement for existing A shareholders;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.17 Relevant matters on A Share Convertible Bonds holders' meetings;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.18 Use of proceeds;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.19 Management and deposit of proceeds;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.20 Guarantee;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.21 Validity period of the resolutions;	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)
1.22 Matters relating to authorization.	1,217,632,863 (100%)	2,000 (0.00%)	0 (0.00%)

As more than two-thirds of the votes were cast in favour of resolutions 1.01-1.22, the above resolutions were passed as special resolutions. For details of the resolutions, please refer to the notice of the ACM, the announcement of the Company dated 9 November 2017 and the Circular.

POLL RESULTS OF THE HCM

The Board announces that the resolutions were not approved by the Shareholders at the HCM and the poll results in respect of the resolutions are as follows:

Special Resolutions	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve by way of separate resolutions in relation to the proposal of the public issue of the A Share Convertible Bonds by the Company:			
1.01 Type of securities to be issued;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.02 Issue size;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.03 Par value and issue price;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.04 Term of bond;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.05 Interest rate of bond;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.06 Method and timing of interest payment;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.07 Conversion period;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.08 Determination of the number of conversion shares;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.09 Determination of the Conversion Price;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.10 Adjustment to the Conversion Price;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.11 Downward adjustment to the Conversion Price;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.12 Terms of redemption;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.13 Terms of sale back;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.14 Dividend rights of the conversion year;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.15 Method of issuance and target investors;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.16 Subscription arrangement for existing A shareholders;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.17 Relevant matters on A Share Convertible Bonds holders' meetings;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)

Special Resolutions	Number of Votes (%)		
	For	Against	Abstain
1.18 Use of proceeds;	295,984,723 (98.78%)	3,659,045 (1.22%)	0 (0.00%)
1.19 Management and deposit of proceeds;	295,984,723 (98.78%)	3,659,045 (1.22%)	0 (0.00%)
1.20 Guarantee;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.21 Validity period of the resolutions;	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)
1.22 Matters relating to authorization.	293,227,636 (97.86%)	6,416,132 (2.14%)	0 (0.00%)

As more than two-thirds of the votes were cast in favour of resolutions 1.01-1.22, the above resolutions were passed as special resolutions. For details of the resolutions, please refer to the notice of the HCM, the announcement of the Company dated 9 November 2017 and the Circular.

Guangdong Junyan Law Firm witnessed EGM, the ACM and the HCM as well as issued a legal opinion. Hong Kong Registrars Limited, the H Share Registrar and Transfer Office of the Company, was appointed as the scrutineer for the vote taking of H Shares in the EGM and the HCM.

New Session of Directors and Supervisors

In the EGM, Mr. Hu Wei, Mr. Liao Xiang Wen, Ms. Gong Tao Tao, Mr. Liu Ji, Ms. Chen Yan, Mr. Fan Zhi Yong, Mr. Wu Ya De and Mr. Chen Yuan Jun were appointed as Directors of the eighth session of the Board of Directors, Mr. Hu Chun Yuan, Mr. Cai Shu Guang, Mr. Wan Siu Wah Wilson and Ms. Chen Xiao Lu were appointed as independent non-executive Directors of the eighth session of the Board of Directors, and Mr. Wang Zeng Jin and Mr. Ye Jun were appointed as shareholders' representative Supervisors of the eighth session of the Supervisory Committee. Besides, Mr. Xin Jian has been elected as staff representative Supervisor of the eighth session of the Supervisory Committee in the staff representatives' meeting.

The term of office of the newly elected Directors and Supervisors shall be three years, which shall commence on 1 January 2018 and end on 31 December 2020. Due to the statutory holiday arrangements, the meetings of the eighth session of the Board of Directors and Supervisory Committee of the Company will be held on 2 January 2018 respectively to elect the chairman of the Board of Directors, the chairman of the Supervisory Committee, to appoint members and chairman of specialised committees of the Board of Directors, and to ratify and confirm relevant arrangement, etc. The Company will publish the list of directors and their role and function according to Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited on 2 January 2018.

The biographies and the proposed remuneration of the Directors and the Supervisors were set out in the Circular. As at the date of this announcement, there has been no change of such information.

Directors and Supervisors Leaving the Board of Directors

The term of office of the seventh session of the Board of Directors and Supervisors will expire on 31 December 2017. Mr. Wang Zeng Jin (an executive Director), Mr. Zhao Jun Rong (a non-executive Director), Mr. Tse Yat Hong (a non-executive Director), Mr. Au Sing Kun (an independent non-executive Director) and Mr. Lin Chu Chang (an independent non-executive Director) will cease to be Directors upon the expiry of their term of office. Mr. Zhong Shan Qun (Chairman of the Supervisory Committee) and Mr. Liang Xin (a Supervisor) will cease to be Chairman of the Supervisory and Supervisor upon the expiry of their term of office.

The Company confirmed that, as at the date of this announcement, it is not aware of any disagreement between the said Directors and Supervisors and the Board of Directors or the Supervisory Committee, and is not aware of any other matter relating to their leaving that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Company would like to take this opportunity to give a warm welcome to the appointment and joining of above Directors and Supervisors, and also express its sincere gratitude to Mr. Wang Zeng Jin, Mr. Zhao Jun Rong, Mr. Tse Yat Hong, Mr. Au Sing Kun, Mr. Lin Chu Chang, Mr. Zhong Shan Qun and Mr. Liang Xin for their valuable contributions to the Company during their terms of office.

By Order of the Board

Luo Kun

Joint Company Secretary

Shenzhen, PRC, 28 December 2017

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. LIAO Xiang Wen (Executive Director), Mr. ZHAO Jun Rong (Non-executive Director), Mr. TSE Yat Hong (Non-executive Director), Mr. LIU Ji (Non-executive Director), Mr. CHEN Yuan Jun (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. CAI Shu Guang (Independent non-executive Director).