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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 2019, THE FIRST CLASS MEETING 2019 OF HOLDERS OF A SHARES AND THE FIRST CLASS MEETING 2019 OF HOLDERS OF H SHARES AND THE APPOINTMENT OF EXECUTIVE DIRECTOR

The Board hereby announces that all the resolutions set out in the revised notice of the EGM (the “Revised EGM Notice”) dated 13 February 2019, the notice of the ACM and the notice of the HCM dated 18 January 2019 (collectively, the “Notices”) were duly passed.

Reference is made to the circular (the “Circular”) of Shenzhen Expressway Company Limited (the “Company”) dated 13 February 2019 in relation to the first extraordinary general meeting 2019 (the “EGM”), the first class meeting 2019 of holders of A shares (the “ACM”) and the first class meeting 2019 of the holders of H shares (the “HCM”) (collectively, the “Meetings”). Unless the context herein requires otherwise, the 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 4 March 2019 (Monday) at 10:00 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 Revised 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 HCM 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 17 shareholders (“Shareholder(s)”) of the Company holding 1,528,204,260 Shares, representing approximately 70.076 % of the total number of the Shares carrying voting rights at the EGM, were present in person or by proxy, among whom:

1. 16 holders of A Shares holding 1,230,565,152 Shares, representing approximately 56.428 % of the total number of the Shares carrying voting rights; and
2. 1 holder of H Shares holding 297,639,108 Shares, representing approximately 13.648 % of the total number of the Shares carrying voting rights.

A total of 16 A Shareholders of the Company and duly authorized proxies holding a total of 1,230,565,152 A Shares, representing 85.857% 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 297,687,197 H Shares, representing 39.824 % of the total number of H Shares carrying voting rights were present at the HCM.

Poll Results of the EGM

The Board is pleased to announce that the resolutions considered at the EGM were approved by the Shareholders and the poll results in respect of the resolutions are as follows:

Special Resolution	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve the resolution in relation to the extension of validity period of the resolutions on the public issue of the A Share Convertible Bonds by the Company and the authorization to the Board	1,520,651,287 (99.51%)	7,346,273 (0.48%)	206,700 (0.01%)

As more than two-thirds of the votes were cast in favour of resolution 1, the above resolution was passed as a special resolution. For details of the resolution, please refer to the Revised EGM Notice and the Circular.

Ordinary Resolutions	Number of Votes (%)		
	For	Against	Abstain
2. To consider and approve the resolution in relation to the implementation of the profit increment based incentive and restraint scheme by the Company.	1,391,333,758 (91.04%)	133,581,616 (8.74%)	3,288,886 (0.22%)
3. To consider and approve the resolution in relation to the appointment of the director of the eighth session of the board of directors of the Company.	1,513,817,713 (99.06%)	14,179,847 (0.93%)	206,700 (0.01%)

As more than half of the votes were cast in favour of the resolutions 2 and 3, the above resolutions were passed as ordinary resolutions. For details of the resolutions, please refer to the Revised EGM Notice and the Circular.

Poll Results of the ACM

The Board announces that the resolution considered at the ACM was approved by the Shareholders and the poll result in respect of the resolution is as follows:

Special Resolution	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve the resolution in relation to the extension of validity period of the resolutions on the public issue of the A Share Convertible Bonds by the Company and the authorization to the Board	1,230,355,452 (99.98%)	3,000 (0.00%)	206,700 (0.02%)

As more than two-thirds of the votes were cast in favour of resolution 1, the above resolution was passed as a special resolution. For details of the resolution, please refer to the notice of the ACM and the Circular.

Poll Results of the HCM

The Board announces that the resolution considered at the HCM was approved by the Shareholders and the poll result in respect of the resolution is as follows:

Special Resolution	Number of Votes (%)		
	For	Against	Abstain
1. To consider and approve the resolution in relation to the extension of validity period of the resolutions on the public issue of the A Share Convertible Bonds by the Company and the authorization to the Board	295,498,110 (99.26%)	2,189,087 (0.74%)	0 (0.00%)

As more than two-thirds of the votes were cast in favour of resolution 1, the above resolution was passed as a special resolution. For details of the resolution, please refer to the notice of the HCM 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.

Appointment of Executive Director

The Board hereby announces that at the EGM held on 4 March 2019, Mr. Wen Liang was appointed as an executive Director of the eighth session of the Board, with the term of office commencing on 4 March 2019 and ending on 31 December 2020.

The biography and the proposed remuneration of Mr. Wen were set out in the Circular. As at the date of this announcement, there has been no change of such information. The Board would like to take this opportunity to give a warm welcome to the appointment and joining of Mr. Wen.

By Order of the Board
Luo Kun
Company Secretary

Shenzhen, PRC, 4 March 2019

As at the date of this announcement, the Directors of the Company are Mr. HU Wei (Executive Director and Chairman of the Board), Mr. LIAO Xiang Wen (Executive Director and President), Mr. WEN Liang (Executive Director), Ms. CHEN Yan (Non-executive Director), Mr. FAN Zhi Yong (Non-executive Director), Mr. CHEN Yuan Jun (Non-executive Director), Mr. CHEN Kai (Non-executive Director), Mr. CAI Shu Guang (Independent non-executive Director), Mr. WAN Siu Wah Wilson (Independent non-executive Director), Ms. CHEN Xiao Lu (Independent non-executive Director) and Mr. BAI Hua (Independent non-executive Director).