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Chengdu Expressway Co., Ltd.
成都高速公路股份有限公司

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

(Stock Code: 01785)

ANNOUNCEMENT

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON
 MONDAY, 16 DECEMBER 2019**

References are made to the announcement dated 28 October 2019 and the circular dated 29 November 2019 (the “**Circular**”) of Chengdu Expressway Co., Ltd. (the “**Company**”). Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce that, the extraordinary general meeting of the Company (the “**EGM**”) has been held at the meeting room of Chengdu Expressway Co., Ltd., 9th Floor, Chengnan Tianfu Building, No. 66 Shenghe 1st Road, High-Tech Zone, Chengdu, Sichuan Province, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Monday, 16 December 2019. The resolution proposed at the EGM was duly passed by way of poll.

The poll results in respect of the resolution tabled at the EGM were as follows:

ORDINARY RESOLUTION		Number of Valid Votes (approximate %)		
		For	Against	Abstain
1.	To consider and approve the equity transfer agreement entered into between the Company and Chengdu Expressway Construction and Development Co., Ltd. on 28 October 2019 and the transactions contemplated thereunder, details of which are set in the EGM notice of the Company dated 1 November 2019.	391,141,000 (100%)	0 (0%)	0 (0%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

As at the date of the EGM, the total number of issued shares of the Company was 1,656,102,000. A total of 6 shareholders and authorised proxies holding an aggregate of 1,591,141,000 shares, representing approximately 96.077476% of the total issued shares of the Company, were present at the EGM. Mr. Xiao Jun, Chairman of the Board, presided at the EGM.

According to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Chengdu Communications Investment Group Co., Ltd. (成都交通投資集團有限公司) and Chengdu Expressway Construction and Development Co., Ltd. (成都高速公路建設開發有限公司), as required to abstain from voting due to their material interests in the resolution proposed at the EGM, have abstained from voting thereon. As at the date of the EGM, Chengdu Communications Investment Group Co., Ltd. and Chengdu Expressway Construction and Development Co., Ltd. held an aggregate of 1,200,000,000 shares of the Company. Accordingly, total number of shares of the Company entitling the holders to attend and vote on the resolution proposed at the EGM was 456,102,000, of which the total number of shares of the Company actually attending and voting on the proposed resolution at the EGM was 391,141,000.

There were no shares of the Company entitling the holders thereof to attend and abstain from voting in favour of any resolution proposed at the EGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, no other holders of shares of the Company are required under the Listing Rules to abstain from voting. No parties have stated their intention in the Circular to vote against or to abstain from voting in respect of the proposed resolution.

In accordance with the requirements of the Listing Rules, the H share registrar of the Company, Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking of the polls at the EGM. Ms. Zuo Lingyu (左翎語) and Ms. Zeng Qian (曾倩), shareholder representatives of the Company, Ms. Xu Jingxian (許靜嫻), supervisor representative of the Company, lawyer Yang Yue (楊岳) from Tahota Law Firm, the PRC legal advisor of the Company and Computershare Hong Kong Investor Services Limited jointly participated in the vote-counting and scrutiny at the EGM.

Lawyers from Tahota Law Firm, the PRC legal advisor of the Company witnessed the EGM and issued a legal opinion certifying that the convening and procedures of the EGM conform to the requirements of relevant legal documents, including the Company Law of the People’s Republic of China and the articles of association of the Company; the qualifications of the convener and the attendees of the EGM are legal; and the voting process and the voting results of the EGM are lawful and valid.

On behalf of the Board
Chengdu Expressway Co., Ltd.
Xiao Jun
Chairman

Chengdu, the PRC, 16 December 2019

As at the date of this announcement, the Board of the Company comprises Mr. Tang Fawei, Mr. Zhang Dongmin, Ms. Wang Xiao and Mr. Luo Dan as executive directors, Mr. Xiao Jun and Mr. Yang Bin as non-executive directors, and Mr. Shu Wa Tung, Laurence, Mr. Ye Yong and Mr. Li Yuanfu as independent non-executive directors.