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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)**

**PROPOSED ISSUE OF US DOLLAR DENOMINATED BONDS**

The Company proposes to conduct an international offering of US dollar denominated Bonds which will be offered to Professional Investors only. The Proposed Bonds Issue will only be offered and sold outside the United States in compliance with Regulation S under the U.S. Securities Act.

The net proceeds of the Proposed Bonds Issue are expected to be used by the Company for repayment of debt.

Application will be made to the Hong Kong Stock Exchange for listing of, and permission to deal in, the Bonds by way of debt issues to Professional Investors only. A confirmation of eligibility for the listing of the Bonds has been received from the Hong Kong Stock Exchange.

**No definitive or binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, and accordingly, the Proposed Bonds Issue may or may not materialise. Completion of the Proposed Bonds Issue is subject to, among other things, market conditions and investors' interest. Accordingly, potential investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.**

Further announcements in respect of the Proposed Bonds Issue will be made by the Company as and when appropriate.

## **PROPOSED BONDS ISSUE**

### **Introduction**

The Company proposes to conduct an international offering of US dollar denominated Bonds which will be offered to Professional Investors only.

BOCI Asia Limited is the lead global coordinator, joint bookrunner and joint lead manager, and UBS AG Hong Kong Branch, Guotai Junan Securities (Hong Kong) Limited, China PA Securities (Hong Kong) Company Limited and ICBC International Securities Limited are the joint global coordinators, joint bookrunners and joint lead managers (together with BOCI Asia Limited, the “**Joint Global Coordinators**”) and Bank of China Limited, China International Capital Corporation Hong Kong Securities, ABCI Capital Limited, China Everbright Bank Co., Ltd., Hong Kong Branch, CMB Wing Lung Bank Limited, China Minsheng Banking Corp., Ltd., Hong Kong Branch, China Merchants Securities (HK) Co., Limited, Industrial Bank Co., Ltd. Hong Kong Branch, Bank of Communications Co., Ltd. Hong Kong Branch, Hua Xia Bank Co., Limited Hong Kong Branch and CLSA Limited as joint bookrunners and joint lead managers (together with the Joint Global Coordinators, the “**Managers**”) of the Proposed Bonds Issue. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Managers and their respective ultimate beneficial owner(s) are not Connected Persons of the Company.

Completion of the Proposed Bonds Issue is subject to, among other things, market conditions and investors' interest. The size and pricing of the Proposed Bonds Issue will be determined following a book-building process to be conducted by the Managers. Upon finalisation of the terms of the Bonds, the Managers will enter into a subscription agreement with the Company in relation to the Bonds. The Bonds will only be offered outside the United States in reliance upon Regulation S under the U.S. Securities Act. None of the Bonds will be offered to the public in Hong Kong or placed to any Connected Persons of the Company.

An offering circular which will be distributed to prospective investors of the Bonds will contain, amongst other things, details of the Proposed Bonds Issue, the terms and conditions of the Bonds and risk factors relating to the Group and an investment in the Bonds.

## **Proposed Use of Net Proceeds**

If the Bonds are issued, the net proceeds of the Proposed Bonds Issue are expected to be used by the Company for repayment of debt.

## **Listing**

Application will be made to the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Bonds by way of debt issues to Professional Investors only. A confirmation of eligibility for listing of the Bonds has been obtained from the Hong Kong Stock Exchange. The Hong Kong Stock Exchange assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained herein. Listing of the Bonds on the Hong Kong Stock Exchange shall not be taken as an indication of the merits of the Bonds or the Company.

## **General**

**No definitive or binding agreement in relation to the Proposed Bonds Issue has been entered into as at the date of this announcement, and accordingly, the Proposed Bonds Issue may or may not materialise. Completion of the Proposed Bonds Issue is subject to, among other things, market conditions and investors' interest. Accordingly, potential investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.**

Further announcements in respect of the Proposed Bonds Issue will be made by the Company as and when appropriate.

## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

<b>“Board”</b>	the board of directors of the Company
<b>“Bonds”</b>	the US dollar denominated bonds proposed to be issued by the Company, as described in this announcement
<b>“Company”</b>	Shenzhen Expressway Company Limited, a joint stock limited company incorporated in the PRC with limited liability
<b>“Connected Person”</b>	has the meaning ascribed to it under the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
<b>“Directors”</b>	the directors of the Company
<b>“Group”</b>	the Company and its consolidated subsidiaries
<b>“Hong Kong”</b>	the Hong Kong Special Administrative Region of the PRC

“ <b>Hong Kong Stock Exchange</b> ”	The Stock Exchange of Hong Kong Limited
“ <b>PRC</b> ”	the People’s Republic of China, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan for the purpose of this announcement
“ <b>Professional Investor</b> ”	has the meaning defined in Chapter 37 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“ <b>Proposed Bonds Issue</b> ”	the proposed issue of the Bonds by the Company as described in this announcement
“ <b>United States</b> ”	the United States of America, its territories and possessions and all areas subject to its jurisdiction
“ <b>US dollar</b> ”	United States dollar, the lawful currency of the United States
“ <b>U.S. Securities Act</b> ”	the United States Securities Act of 1933, as amended

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

Shenzhen, the PRC, 23 June 2021

*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. WANG Zeng Jin (Executive Director), Mr. WEN Liang (Executive Director), Mr. DAI Jing Ming (Non-executive Director), Mr. LI Xiao Yan (Non-executive Director), Ms. CHEN Hai Shan (Non-executive Director), Mr. BAI Hua (Independent non-executive Director), Mr. LI Fei Long (Independent non-executive Director), Mr. MIAO Jun (Independent non-executive Director) and Mr. XU Huan Xiang (Independent non-executive Director).*