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Shenzhen International Holdings Limited

深圳國際控股有限公司

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 00152)**

**(the “Company”)**

## **POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 28 JANUARY 2016**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the special general meeting (“**SGM**”) of the Company both dated 12 January 2016. Capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the Notice unless the context requires otherwise.

### **POLL RESULTS OF SGM**

The Board is pleased to announce that all the resolutions set out in the Notice were duly passed by way of poll at the SGM held on 28 January 2016. The poll results are as follows:

	Ordinary Resolutions	Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
1.	ORDINARY RESOLUTION NO. 1 as set out in the notice of SGM, relating to the agreement dated 30 November 2015 (the “Three Expressways Adjustment Agreement”) entered into between Shenzhen Expressway Company Limited and the Transport Commission of Shenzhen Municipality and the proposed toll adjustment, compensation arrangement and other matters contemplated under the Three Expressways Adjustment Agreement.	1,269,431,229 (100%)	0 (0%)	1,269,431,229

Ordinary Resolutions	Number of Votes Cast (%)		Total Number of Votes Cast
	For	Against	
2. ORDINARY RESOLUTION NO. 2 as set out in the notice of SGM, relating to the agreement dated 30 November 2015 (the “Longda Adjustment Agreement”) entered into between Shenzhen Longda Expressway Company Limited and the Transport Commission of Shenzhen Municipality and the proposed toll adjustment, compensation arrangement and other matters contemplated under the Longda Adjustment Agreement.	1,269,431,229 (100%)	0 (0%)	1,269,431,229

The description of the above resolutions is by way of summary only. The full text of the resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of each of the above resolutions, each of the said resolutions was duly passed as an ordinary resolution.

As at the date of the SGM, the total issued share capital of the Company was 1,899,019,417 Shares. No Shareholder was required to abstain from voting at the SGM and no Shareholder has stated his/her/its intention in the Circular to vote against any resolutions or to abstain from voting at the SGM. The total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions at the SGM was 1,899,019,417 Shares and there was no Shareholder who was entitled to attend the SGM but was only entitled to vote against all or any resolutions.

Tricor Tengis Limited, the Hong Kong Branch Share Registrar of the Company, acted as the scrutineer for the vote-taking at the SGM.

By Order of the Board  
**Shenzhen International Holdings Limited**  
**Gao Lei**  
*Chairman*

Hong Kong, 28 January 2016

*As at the date of this announcement, the board of directors of the Company consists of Messrs. Gao Lei, Li Jing Qi, Zhong Shan Qun, Liu Jun and Li Lu Ning as executive directors, Dr. Yim Fung, JP as non-executive director and Messrs. Leung Ming Yuen, Simon, Ding Xun and Nip Yun Wing as independent non-executive directors.*