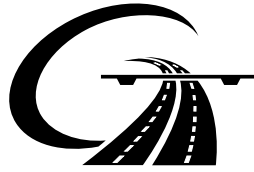


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四川成渝高速公路股份有限公司
Sichuan Expressway Company Limited*

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

(Stock Code: 00107)

**OVERSEAS REGULATORY ANNOUNCEMENT,
CHANGE IN DIRECTORSHIP
AND
RE-APPOINTMENT OF AUDITORS**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company published "Sichuan Expressway Company Limited: Announcement of Resolutions Passed at the 24th Meeting of the Fourth Session of the Board" dated 18 August 2009 on the website of the Shanghai Stock Exchange and the newspapers in the PRC. The following is a translation of the official announcement solely for the purpose of providing information.

By order of the Board
Sichuan Expressway Company Limited*
Zhang Yongnian
Company Secretary

Chengdu, Sichuan Province, the PRC
18 August 2009

At the date of this announcement, the Board comprises: Mr. Tang Yong, Mr. Zhang Zhiying, Madam Zhang Yang, Mr. Gao Chun, Mr. Zhou Liming, Mr. Wang Shuanming, Mr. Liu Mingli, Mr. Liu Xianfu, Madam Luo Xia[#], Mr. Feng Jian[#], Mr. Zhao Zesong[#] and Mr. Xie Bangzhu[#].

[#] *Independent non-executive Director*

^{*} *For identification purposes only*

Stock Code:
601107

Stock Short Name:
Sichuan Express

Announcement No.:
2009-002

Sichuan Expressway Company Limited

ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE 24TH MEETING OF THE FOURTH SESSION OF THE BOARD

IMPORTANT

The board (the “**Board**”) of directors (the “**Directors**”) of Sichuan Expressway Company Limited* (the “**Company**”) and all members of the Board warrant that this announcement does not contain any false representation, misleading statement or material omission and severally and jointly accept full responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

The 24th meeting (the “**Meeting**”) of the fourth session of the Board was convened at the conference room of the Company, 252 Wuhouci Da Jie, Chengdu, Sichuan Province before noon on 18 August 2009. The notice of the Meeting was despatched to the Directors in writing on 7 August 2009. The Meeting was chaired by Mr. Tang Yong, the Chairman of the Board. 11 out of 12 eligible Directors attended the meeting (Due to the work engagement, Ms. Zhang Yang did not attend the Meeting, she appointed Mr. Liu Xianfu as her proxy to attend and vote on her behalf at the Meeting). The supervisors and senior management of the Company were also present at the Meeting. The Meeting was convened in accordance with the requirements of the PRC Company Law and the articles of association of the Company. Through valid voting, the following proposals were considered and approved by the Directors and the proxy present at the Meeting by show of hands:

- 1. The proposal in relation to the distribution of interim dividend 2009 (《關於派發2009年中期股息的議案》) was considered and approved;**

The Board resolved that the 2009 interim dividend of RMB0.13 (including tax) per share in cash based on the Company’s total number of shares after the A share issue of 3,058,060,000 shares, will be paid to all the shareholders of the Company, amounting to a total distribution of cash dividend of approximately RMB398 million (including tax) (corresponding period in 2008: Nil).

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

- 2. The proposal in relation to the unaudited financial statements, interim report and summary of the interim report for the six months ended 30 June 2009 (《關於截至二零零九年六月三十日止六個月未經審核的財務報表、半年度報告及半年度報告摘要的議案》) was considered and approved;**

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

- 3. The proposal in relation to the adjustments to the 2009 financial budget (《關於調整二零零九年度財務預算的議案》) was considered and approved;**

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

- 4. The proposal in relation to the re-appointment of the Company's PRC auditors for the year 2009 (《關於改聘二零零九年度本公司國內審計師的議案》) was considered and approved;**

Sichuan Junhe Certified Public Accountants Co., Ltd. (“**Sichuan Junhe**”) was appointed as the Company's PRC auditors for 2009 at the 2008 annual general meeting of the Company, with a term of office expiring the conclusion of the 2009 annual general meeting of the Company and their remuneration shall be determined by the Board. The Board was notified by Sichuan Junhe and Shinewing Certified Public Accountants (“**Shinewing**”) in writing in relation to Shinewing's acquisition of Sichuan Junhe. For 1 July 2009 onwards, all commercial contracts and engagements between the Company and Sichuan Junhe were succeeded by Shinewing.

Sichuan Junhe has confirmed that there were no circumstances connected with its cessation as the Company's PRC auditors which should be brought to the attention of the shareholders (the “**Shareholders**”) of the Company. The Board and the audit committee of the Company also confirm that there are no circumstances in respect of the re-appointment of auditors which they consider should be brought to the attention of the Shareholders.

The Board resolved to appoint Shinewing as the Company's PRC auditors for 2009 with a term of office until the conclusion of the 2009 annual general meeting of the Company, the remuneration of which shall be determined by the Board.

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

5. The proposal in relation to the resignation of Mr. Liu Xianfu as a director of the Company (《關於劉先福先生辭任本公司董事的議案》) was considered and approved;

Mr. Liu Xianfu tendered his application for resignation from the position of executive Directors due to the new job arrangement. Mr. Liu confirmed that he had no disagreement with the Board and had no claim against the Company and there were no circumstances related to his resignation which needed to be brought to the attention of shareholders of the Company.

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

6. The proposal in relation to the nomination of Ms. Hu Yu as the director of the Company (《關於提名胡煜女士為本公司董事人選的議案》) was considered and approved;

The Board resolved to appoint Ms. Hu Yu as an executive Director until expiry of the fourth session of the Board. The Company will enter into a service contract with Ms. Hu. Her remuneration as an executive Director is RMB130,000 per annum, which is determined based on the Company's remuneration policy for executive Directors and with reference to her workload and responsibilities. Please refer to the Annex for the brief biographies of Ms. Hu Yu.

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

7. **The proposal in relation to the preparation of the fourth extraordinary general meeting of 2009 (《關於籌備二零零九年度第四次臨時股東大會的議案》) was considered and approved.**

Voting results of this resolution: 12 votes in favour, 0 against and 0 abstained from voting.

Proposals no. 4, 5 and 6 shall be subject to the approval of the Shareholders at the general meeting of the Company. The time appointed for holding of such general meeting will be announced separately.

**The Board of
Sichuan Expressway Company Limited**
18 August 2009

* *For identification purposes only*

Annex:

Biography of Ms. Hu Yu:

Ms. Hu Yu: born in June 1975. Ms. Hu graduated from University of Tongji with a major in Accounting and has obtained a bachelor degree in Economics. She was the accountant of Beijing City Development Group Company Limited, and finance manager of Shanghai Mitsubishi Elevator Co., Ltd. (Beijing office). She served as the manager of the finance department of China Merchants Group Limited, a supervisor of Huabei Expressway Co., Ltd. (a company listed on the Shenzhen Stock Exchange) and a supervisor of Guangxi Wuzhou Communications Co., Ltd. (a company listed on the Shanghai Stock Exchange). She served as the accountant and is now the deputy manager of the planning and finance department of Huajian Transportation Economic Development Centre, a substantial shareholder of the Company and she is also a supervisor of Jiangsu Expressway Company Limited (a company listed on The Stock Exchange of Hong Kong Limited and the Shanghai Stock Exchange).

Ms. Hu does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Save as disclosed above, Ms. Hu does not hold any other position in the Company or any subsidiaries of the Company nor any directorship in other listed public companies in the last three years.

Save as disclosed above, Ms. Hu has no relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company. There is no information relating to Ms. Hu that is required to be disclosed pursuant to paragraph 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Save as disclosed above, there is no other matter in relation to the appointment of Ms. Hu that needs to be brought to the attention of the shareholders of the Company.