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

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

(Stock Code: 00107)

2009 ANNUAL RESULTS ANNOUNCEMENT

HIGHLIGHTS

- Revenue up approximately 16.67% to approximately RMB1,879 million
- Profit attributable to owners of the Company up approximately 39.86% to approximately RMB827 million
- Earnings per share up approximately 29.44% to RMB0.299
- Proposed payment of 2009 final cash dividend of RMB0.064 per share (tax inclusive)

The board of directors (the "**Board**") of Sichuan Expressway Company Limited* (the "**Company**") is pleased to announce the audited consolidated results of the Company and its subsidiaries (collectively the "**Group**") for the year ended 31 December 2009 (the "**Reporting Period**"), prepared in conformity with the basis of presentation as stated in note 2.1 below, together with last year's comparative figures as follows:

COSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Notes	**2009**	2008
		RMB'000	*RMB'000*
			(Restated)
REVENUE	4	**1,878,814**	1,610,309
Other income and gains	4	**605,028**	264,193
Depreciation and amortisation expenses	5	**(357,394)**	(346,848)
Employee costs	5	**(193,782)**	(175,804)
Other operating expenses		**(811,172)**	(437,693)
Finance costs		**(146,878)**	(218,065)
Share of profits and losses of associates		**11,430**	5,757
PROFIT BEFORE TAX	5	**986,046**	701,849
Income tax expense	6	**(148,475)**	(104,269)
PROFIT FOR THE YEAR		**837,571**	597,580
Other comprehensive income		**—**	—
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**837,571**	597,580
Attributable to:			
Owners of the Company		**827,475**	591,660
Minority interests		**10,096**	5,920
		837,571	597,580
EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY			
Basic and diluted	7	**RMB0.299**	RMB0.231

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	2009 RMB'000	2008 RMB'000 (Restated)
NON-CURRENT ASSETS			
Property, plant and equipment		**514,154**	552,018
Service concession arrangements		**7,043,697**	6,803,469
Prepaid land lease payments		**605,142**	637,300
Interests in associates		**63,807**	58,064
Available-for-sale investments		**33,295**	33,295
Long term compensation receivables	8	**74,544**	76,846
Payments in advance	9	**399,095**	100,000
Deferred tax assets		**—**	701
Total non-current assets		**8,733,734**	8,261,693
CURRENT ASSETS			
Inventories		**20,609**	21,617
Prepayments, deposits and other receivables	10	**44,717**	41,343
Due from the ultimate holding company		**955**	2,093
Cash and bank balances		**1,805,762**	1,507,615
Total current assets		**1,872,043**	1,572,668
CURRENT LIABILITIES			
Tax payable		**76,687**	42,187
Other payables and accruals	11	**486,037**	267,999
Interest-bearing bank and other loans	12	**2,098,327**	1,607,727
Total current liabilities		**2,661,051**	1,917,913
NET CURRENT LIABILITIES		**(789,008)**	(345,245)
TOTAL ASSETS LESS CURRENT LIABILITIES		**7,944,726**	7,916,448

NON-CURRENT LIABILITIES			
Interest-bearing bank and other loans	12	**499,036**	1,547,964
Net assets		**7,445,690**	6,368,484
EQUITY			
Equity attributable to owners of the Company			
Issued capital	13	**3,058,060**	2,558,060
Reserves	14	**4,088,341**	3,707,199
Proposed final dividends	15	**195,716**	—
		7,342,117	6,265,259
Minority interests		**103,573**	103,225
Total equity		**7,445,690**	6,368,484

Notes

1. CORPORATE INFORMATION

Sichuan Expressway Company Limited (the "**Company**") is a limited liability company established in the People's Republic of China (the "**PRC**"). The registered office of the Company is located at 252 Wuhouci Da Jie, Chengdu, Sichuan Province, the PRC.

During the year, the principal activities of the Company and its subsidiaries (collectively referred to as the "**Group**") were the investment holding, construction, management and operation of expressways and a high-grade toll bridge.

The Company's H Shares were listed on the Main Board of the Stock Exchange of Hong Kong Limited since 1997 (the "**H Shares Listing**"). Upon the completion of the H Shares Listing, Sichuan Highway Development Holding Company ("**Sichuan Highway Development**") held a 65% equity interest in the Company. On 7 December 2000, pursuant to the relevant provisions regarding the restructuring of the PRC domestic shareholdings issued by the State Ministry of Finance and the State Ministry of Communications, Sichuan Highway Development transferred a 25.7% equity interest in the Company to Huajian Communications and Economic Development Centre ("**Huajian Centre**"). After the completion of the transfer, Sichuan Highway Development and Huajian Centre held 39.3% and 25.7% equity interests in the Company, respectively. Both Sichuan Highway Development and Huajian Centre are state-owned enterprises established in the PRC.

In the opinion of the directors, the parent and the ultimate holding company of the Company is Sichuan Highway Development, which exercises de facto control over the Company.

On 15 July 2009, the Company issued 500,000,000 new A Shares and listed all of its A Shares on the Shanghai Stock Exchange on 27 July 2009. The number of issued shares in the Company after the new A Shares issue is 3,058,060,000 comprising 895,320,000 H Shares and 2,162,740,000 A Shares. The net proceeds from its new A Shares issue aggregating to approximately RMB1.7 billion.

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") (which also include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("**HKASs**") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance ("**HK GAAP**"). They have been prepared under the historical cost convention. These financial statements are presented in Renminbi ("**RMB**") and all values are rounded to nearest thousand except when otherwise indicated.

Sichuan Highway Development has owned a 99.18% equity interest and control over Sichuan Chengle Expressway Company Limited ("**Chengle Company**") since its incorporation. Pursuant to a series of acquisition agreements entered into among the Company, Sichuan Highway Development and Leshan City Xing Yuan Traffic Development Holding Company ("**Xing Yuan Company**") (collectively the "**Vendors**"), the Company acquired from Sichuan Highway Development and Xing Yuan Company of their respective 99.18% and 0.82% equity interests in Chengle Company, an unlisted company located in Sichuan, the PRC, at total cash consideration of RMB1,098,320,800 (the "**Consideration**"). Upon the completion of the acquisition on 23 June 2009, Chengle Company became a wholly-owned subsidiary of the Company. As the Company and Chengle Company are ultimately under common control before and after the acquisition, and that control is not transitory, the acquisition of the 99.18% equity interest in Chengle Company from Sichuan Highway Development has been accounted for as a business combination of entities under common control.

Accordingly, the consolidated financial statements have been prepared by using the principles of merger accounting in accordance with Hong Kong Accounting Guideline 5 "Merger Accounting for Common Control Combinations" issued by the HKICPA, as if the current group structure had been in existence throughout the two years ended 31 December 2009, or since their respective dates of incorporation/registration, whichever is the shorter period, to the extent of interest held by the Company. All income, expenses and unrealised gains and losses resulting from intercompany transactions and intercompany balances within the Group are eliminated on consolidation in full. Accordingly, the comparative figures of the consolidated financial statements have been restated.

In addition, the Company's acquisition of a 0.82% equity interest in Chengle Company held by Xing Yuan Company is accounted for using the entity concept method and the difference between the consideration paid to Xing Yuan Company and the book value of the share of the net assets acquired from Xing Yuan Company is recognised as an equity transaction.

Fundamental accounting concept

As at 31 December 2009, the current liabilities of the Group exceeded its current assets by approximately RMB789.0 million. The directors prepared these consolidated financial statements on a going concern basis notwithstanding the net current liabilities position because based on the correspondence received by the directors, banking facilities amounting to RMB1.69 billion, RMB1.5 billion, RMB1.0 billion and RMB0.5 billion granted by China Construction Bank, China Citic Bank, Postal Savings Bank of China and Bank of China, respectively, are available to the Group for the next one or two years. As at 31 December 2009, all the above available banking facilities remained unutilised.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2009. Other than the acquisition of Chengle Company under common control, the results of subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. All income, expenses and unrealised gains and losses resulting from intercompany transactions and intercompany balances within the Group are eliminated on consolidation in full.

Minority interests represent the interests of outside shareholders not held by the Group in the results and net assets of the Company's subsidiaries. An acquisition of minority interests is accounted for using the entity concept method whereby the difference between the consideration and the book value of the share of the net assets acquired is recognised as an equity transaction.

2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

HKFRS 1 and HKAS 27 Amendments	Amendments to HKFRS 1 *First-time Adoption of HKFRSs and HKAS 27 Consolidated and Separate Financial Statements — Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate*
HKFRS 2 Amendments	Amendments to HKFRS 2 *Share-based Payment — Vesting Conditions and Cancellations*
HKFRS 7 Amendments	Amendments to HKFRS 7 *Financial Instruments: Disclosures — Improving Disclosures about Financial Instruments*
HKAS 1 (Revised)	*Presentation of Financial Statements*
HKAS 18 Amendment*	Amendment to Appendix to HKAS 18 *Revenue — Determining whether an entity is acting as a principal or as an agent*
HKAS 23 (Revised)	*Borrowing Costs*
HKAS 32 and HKAS 1 Amendments	Amendments to HKAS 32 *Financial Instruments: Presentation and HKAS 1 Presentation of Financial Statements — Puttable Financial Instruments and Obligations Arising on Liquidation*
HK(IFRIC)-Int 9 and HKAS 39 Amendments	Amendments to HK(IFRIC)-Int 9 *Reassessment of Embedded Derivatives* and HKAS 39 *Financial Instruments: Recognition and Measurement — Embedded Derivatives*
HK(IFRIC)-Int 13	*Customer Loyalty Programmes*
HK(IFRIC)-Int 15	*Agreements for the Construction of Real Estate*
HK(IFRIC)-Int 16	*Hedges of a Net Investment in a Foreign Operation*
HK(IFRIC)-Int 18	*Transfers of Assets from Customers* (adopted from 1 July 2009)
Improvements to HKFRSs (October 2008)**	Amendments to a number of HKFRSs

* Included in Improvements to HKFRSs 2009 (as issued in May 2009).

** The Group adopted all the improvements to HKFRSs issued in October 2008 except for the amendments to HKFRS 5 Non-current Assets Held for Sale and Discontinued Operations — Plan to sell the controlling interest in a subsidiary, which is effective for annual periods beginning on or after 1 July 2009.

Other than as further explained below regarding to the impact of HKAS 1 (Revised), the adoption of these new and revised HKFRSs has had no significant financial effect on these financial statements and there have been no significant changes to the accounting policies applied in these financial statements.

HKAS 1 (Revised) introduces changes in the presentation and disclosures of financial statements. The revised standard separates owner and non-owner changes in equity. The statement of changes in equity includes only details of transactions with owners, with all non-owners changes in equity presented as a single line. In addition, this standard introduces the statement of comprehensive income, with all items of income and expenses recognised in the profit or loss, together with all other items of recognised income and expenses recognised directly in equity, either in one single statement, or in two linked statements. The Group has elected to present comprehensive income in one single statement.

3. SEGMENT INFORMATION

The Group has identified its operating segments based on the regular internal financial information reporting to the Group's senior management for its decisions about resources allocation and performance assessment. For the two years ended 31 December 2008 and 2009, the directors concluded that there is no separate reporting segment apart from the toll operation segment. Senior management reviews and assesses the performance on the toll operation segment based on the information available for purpose of allocating resources to the segment and assessing its performance. Accordingly, no segment analysis is presented other than entity-wide disclosures.

Entity-wide disclosures

All external revenue of the Group during each of the two years ended 31 December 2009 were attributable to operation of expressways in the PRC, the place of domicile of the Group's operating entities. Meanwhile, the Group's non-current assets are all located in the PRC.

4. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue, other income and gains is as follows:

	2009	2008
	RMB'000	*RMB'000*
		(Restated)
REVENUE		
Toll income		
— Chengyu Expressway	**960,431**	843,929
— Chengya Expressway	**550,735**	469,318
— Chengle Expressway	**340,665**	272,481
— Chengbei Exit Expressway and Qinglongchang Bridge	**86,951**	75,902
	1,938,782	1,661,630
Less: Revenue taxes	**(59,968)**	(51,321)
	1,878,814	1,610,309
OTHER INCOME AND GAINS		
Road maintenance income	**73,213**	34,408
Rental income	**22,118**	27,400
Construction revenue in respect of service concession arrangements	**463,445**	169,636
Interest income from bank deposits	**16,298**	18,447
Interest income from discounting of long term compensation receivables (note 8)	**10,978**	11,225
Government grants	**2,500**	—
Dividend income from available-for-sale investments	**1,345**	—
Miscellaneous	**15,131**	3,077
	605,028	264,193
Total revenue, other income and gains	**2,483,842**	1,874,502

5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	2009	2008
	RMB'000	*RMB'000*
		(Restated)
Employee costs (including directors' remuneration):		
Wages and salaries	**122,740**	112,698
Pension scheme contributions		
— Defined contribution fund	**19,253**	17,620
Accommodation benefits		
— Defined contribution fund	**15,245**	14,344
Supplementary pension scheme		
— Defined contribution fund	**7,882**	6,379
Other staff benefits	**28,662**	24,763
	193,782	175,804
Depreciation	**102,019**	110,255
Amortisation of service concession arrangements	**223,217**	204,507
Recognition of prepaid land lease payments	**32,158**	32,086
Depreciation and amortisation expenses	**357,394**	346,848
Repairs and maintenance	**225,457**	155,106
Construction costs in respect of service concession arrangements	**449,772**	170,892
Minimum lease payments under operating leases:		
Land and buildings	**20,673**	20,401
Auditors' remuneration	**2,296**	1,726
Loss on disposal of items of property, plant and equipment	**4,578**	3,974
Provision for impairment of other receivables	**401**	63
Reversal of provision for impairment of other receivables	**(910)**	(7,659)

6. INCOME TAX

No Hong Kong profits tax has been provided as no assessable profits were earned in or derived from Hong Kong during the year (2008: nil).

Except for the companies discussed below that are entitled to a preferential tax rate, the other subsidiaries and associates of the Company are required to pay corporate income tax ("**CIT**") at the standard rate of 25% from 1 January 2008.

Pursuant to the approval document, "Chuan Guo Shui Zhi Jian Mian [2008] No. 26" dated 2 June 2008, issued by the Sichuan Provincial Branch of the State Tax Bureau, the Company is granted a tax concession to pay CIT at a preferential rate of 15% for the three years from 1 January 2008 to 31 December 2010.

Pursuant to the approval documents, "Cai Shui [2001] No. 202" dated 30 December 2001, issued by the Ministry of Finance, the State Administration of Taxation and the General Administration of Customs, and "Guo Fa [2007] No. 39" dated 26 December 2007 issued by the State Council, the Company's subsidiary, Chengle Company was granted a tax concession to pay CIT at a preferential rate 15% for the period from 1 January 2001 to 31 December 2010.

Pursuant to an approval document "Chuan Di Shui Han [2004] No. 283" dated 19 July 2004 issued by the Sichuan Provincial Branch of the State Tax Bureau, the Company's subsidiary, Chengdu Chengbei Exit Expressway Company Limited ("**Chengbei Company**") was granted a tax concession to pay CIT at a preferential rate of 15% for the period from 1 January 2003 to 31 December 2010.

Pursuant to a document "Guo Ban Fa [2001] No. 73" dated 29 September 2001 issued by the State Council of the PRC and the approval of the local tax authorities, Chengdu Airport Expressway Company Limited, an associate of the Company, was granted a tax concession to pay CIT at a preferential rate of 15% for a period of ten years from 1 January 2001 to 31 December 2010.

The major components of income tax expenses for the year are as follows:

	2009	2008
	RMB'000	*RMB'000*
		(Restated)
Group:		
Current — Mainland China		
Charge for the year	**142,739**	95,877
Underprovision in prior years	**5,035**	—
Deferred	**701**	8,392
Total tax charge for the year	**148,475**	104,269

7. EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

The calculation of basic earnings per share amounts is based on the profit for the year attributable to owners of the Company and the weighted average number of ordinary shares in issue during the year.

The calculations of basic earnings per share are based on:

	2009	2008
	RMB'000	*RMB'000*
		(Restated)
Profit attributable to owners of the Company	**827,475**	591,660

	2009	2008
	Number of shares'000	Number of shares'000
Weighted average number of ordinary shares in issue during the year	**2,766,393**	2,558,060

No adjustment has been made to the basic earnings per share amounts presented for the years ended 31 December 2009 and 2008 in respect of a dilution as the Group had no potentially dilutive ordinary shares in issue during those years.

8. LONG TERM COMPENSATION RECEIVABLES

Pursuant to a compensation agreement dated 29 December 2006 entered into among Xindu District Finance Bureau and Communications Bureau (collectively Xindu District Government, "XDG"), Chengdu Municipal Committee of Communication and Chengbei Company, a subsidiary of the Company, on 30 December 2006, Chengbei Company disposed of the operating rights of Dajian Road to XDG for a compensation of RMB211,802,000.

The compensation can be analysed as follows:

	2009			2008		
	Compensation	**Imputed interest**	**Net present value**	Compensation	Imputed interest	Net present value
	RMB'000	***RMB'000***	***RMB'000***	*RMB'000*	*RMB'000*	*RMB'000*
Receivables:						
Within one year	**13,000**	**10,697**	**2,303**	13,000	10,978	2,022
In the second to fifth years, inclusive	**52,000**	**39,102**	**12,898**	52,000	40,678	11,322
Beyond five years	**107,802**	**46,156**	**61,646**	120,802	55,278	65,524
	172,802	**95,955**	**76,847**	185,802	106,934	78,868
Portion classified as current assets			**(2,303)**			(2,022)
Non-current portion			**74,544**			76,846

As the compensation will be paid by instalment over 17 years, the Group calculated the discounted value of the compensation receivables in future using an imputed rate of interest of 13.92% per annum. The imputed rate of the interest adopted reflects risk premium accounted for after considering the credit risk incurred due to the fact that the compensation will be paid over 17 years.

9. PAYMENTS IN ADVANCE

	2009	2008
	RMB'000	*RMB'000*
Advance payments in respect of:		
Investment Project	**399,095**	—
Acquisition of 100% equity interest in Chengle Company	**—**	100,000
	399,095	100,000

10. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2009	2008
	RMB'000	*RMB'000*
		(Restated)
Prepayments	**1,978**	10,421
Deposits and other receivables	**171,890**	160,582
	173,868	171,003
Impairment of other receivables	**(129,151)**	(129,660)
	44,717	41,343

11. OTHER PAYABLES AND ACCRUALS

	Note	2009 RMB'000	2008 RMB'000 (Restated)
Accruals		**6,876**	85,684
Other payables	(a)	**479,161**	182,315
		486,037	267,999

(a) Among other payables at 31 December 2009, performance guarantee payables of approximately RMB258,438,000 (2008: nil) received from sub-contractors in respect of the construction of the Investment Project bear interest at a rate of 0.36% (2008: nil) per annum.

Except for those performance guarantee payables for the construction of the Investment Project and warranty payables for the construction of expressways which have an average term of approximately two years, all other payables are non-interest-bearing and have an average term of three months.

12. INTEREST-BEARING BANK AND OTHER LOANS

	Notes	2009 RMB'000	2008 RMB'000 (Restated)
Bank loans			
Secured and guaranteed	(a)	**306,400**	1,307,000
Secured		**179,600**	214,600
Short term commercial papers	(b)	**2,000,000**	1,500,000
Other loans, unsecured	(c)	**111,363**	134,091
		2,597,363	3,155,691
Portion classified as current liabilities		**2,098,327**	1,607,727
Non-current liabilities		**499,036**	1,547,964

(a) The bank loans bear interest at the respective fixed rates ranging from 4.78% to 7.05% (2008: from 5.02% to 7.83%) per annum. Bank loans amounting to RMB179,600,000 and RMB306,400,000 (2008: RMB214,600,000 and RMB1,307,000,000) are secured by the pledge of the concession rights of Chengbei Exit Expressway and Chengle Expressway, respectively. In addition, the Company's holding company, Sichuan Highway Development has guaranteed certain of the Group's bank loans up to RMB306,400,000 (2008: RMB1,307,000,000).

(b) On 19 February 2008, the Company issued short term commercial papers totalling RMB1.5 billion at a par value of RMB100 per unit, with an interest rate of 6.28% per annum to members registered in the PRC interbank debt market and repaid them on 19 February 2009.

On 27 November 2009, the Company issued another short term commercial papers totalling RMB2 billion to domestic institutional investors participating in the PRC interbank debt market. The short term commercial paper was issued at a par value of RMB100 per unit, with an interest rate of 3.49% per annum, and will expire on 29 November 2010.

(c) Other loans are unsecured and bear interest at rates ranging from 2.82% to 5% (2008: from 2.28% to 5%) per annum.

13. ISSUED CAPITAL

	2009	2008	**2009**	2008
	Number of shares	*Number of shares*	***Nominal value***	*Nominal value*
	'000	*'000*	***RMB'000***	*RMB'000*
Authorised, issued and fully paid:				
A Shares of RMB1.00 each:				
Sichuan Highway Development	**975,060**	1,005,290	**975,060**	1,005,290
Huajian Centre	**637,680**	657,450	**637,680**	657,450
National Council for Social Security Fund ("NCSSF")*	**50,000**	—	**50,000**	—
Newly issued A Shares	**500,000**	—	**500,000**	—
H Shares of RMB1.00 each	**895,320**	895,320	**895,320**	895,320
	3,058,060	2,558,060	**3,058,060**	2,558,060

* Pursuant to the approval document "Cai Qi [2009] No. 94" dated 19 June 2009 jointly issued by the Ministry of Finance People's Republic of China, the State-owned Assets Supervision and Administration Commission of the State Council, the China Securities Regulatory Commission and NCSSF, Sichuan Highway Development and Huajian Centre are required to transfer their respective 30,229,922 shares and 19,770,078 shares in the Company to NCSSF after the listing of the Company's A Shares.

A summary of the movements in the Company's issued share capital during the year is as follows:

	Note	Number of shares '000	Nominal value RMB'000
At 1 January 2009		2,558,060	2,558,060
Issue of A Shares	(a)	500,000	500,000
At 31 December 2009		3,058,060	3,058,060

(a) On 15 July 2009, the Company issued 500,000,000 new A Shares, with a nominal value of RMB1.00 each, at an offer price of RMB3.60 per share. After deducting the share issue expenses of approximately RMB58,996,000, the net proceeds from the initial public offering of A Shares amounted to approximately RMB1,741,004,000 (out of which approximately RMB500,000,000 and RMB1,241,004,000 were credited to the Company's issued capital and share premium account, respectively).

14. RESERVES

In accordance with the Company Law of the PRC and the respective articles of association of the Company, its subsidiaries and associates, the Company, its subsidiaries and associates are required to allocate 10% of their profits after tax, as determined in accordance with PRC GAAP applicable to the Company, its subsidiaries and associates, to the statutory surplus reserve (the "SSR") until such reserve reaches 50% of the registered capital of the Company, its subsidiaries and associates. Subject to certain restrictions set out in the Company Law of the PRC and the respective articles of association of the Company, its subsidiaries and associates, part of the SSR may be converted to increase the share capital of the Company, its subsidiaries and associates, provided that the remaining balance after the capitalisation is not less than 25% of the registered capital.

According to the relevant regulations in the PRC, the amount of reserves available for distribution is the lower of the amount determined under PRC GAAP and the amount determined under HK GAAP. As at 31 December 2009, the Company's reserves available for distribution amounted to RMB810,860,000, as calculated in accordance with HK GAAP. The Company's distributable reserves as at 31 December 2009 determined under HK GAAP were lower than those determined under PRC GAAP.

15. DIVIDENDS

(a) Dividend declared and paid in 2008

The Company did not pay any dividend for the year ended 31 December 2008 to the shareholders.

(b) Dividends for the year

	RMB'000
Interim dividend of RMB0.13 per share	397,548
Proposed final dividends of RMB0.064 per share	195,716
	593,264

An interim dividend of RMB0.13 per share was paid to the holders of A Shares and H Shares on 9 and 25 September 2009, respectively.

The proposed final dividends for the year are subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

RESULTS AND DIVIDENDS

During the year, the revenue of the Group amounted to RMB1,878,814,000, representing an increase of 16.67% as compared with last year. As at 31 December 2009, the profit attributable to the owners of the Company increased significantly to RMB827,475,000, representing an increase of approximately 39.86% as compared with last year. As at 31 December 2009, earnings per share was RMB0.299 (2008: RMB0.231).

As at 31 December 2009, the Group's total assets and net assets were approximately RMB10,605,777,000 and RMB7,445,690,000 respectively.

In order to express our gratitude to the shareholders of the Company (the "**Shareholders**") for their long-term support to the Group, on 23 January 2009, the Board resolved that within three years after the A Share Issue, no less than 40% of profit distributable for the underlying year realized by the parent company would be paid to the Shareholders as cash dividend. This resolution was approved by the Shareholders at the 2008 annual general meeting on 15 April 2009.

The Board has recommended a final cash dividend for 2009 of RMB0.064 per share (tax inclusive), aggregating to approximately RMB196 million and representing 40.77% of the distributable profit for Shareholders of the Company for the year, subject to the approval of the Shareholders at the Company's forthcoming annual general meeting for the year 2009 (the "**2009 AGM**"). If approved, the final dividend is expected to be paid on about Friday, 28 May 2010 to the Shareholders whose names appear on the H Share register of members of the Company on Wednesday, 12 May 2010.

According to the Law on Corporate Income Tax of the People's Republic of China and its implementing rules which came into effect on 1 January 2008 and other relevant rules, the Company is required to withhold corporate income tax at the rate of 10% before distributing the 2009 dividend to non-resident enterprise shareholders as appearing on the H Share register of members of the Company. Any shares registered in the name of the non-individual registered shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the corporate income tax.

The time and arrangement of distribution of the final dividend in respect of A Shares are not applicable to this announcement.

BUSINESS REVIEW AND ANALYSIS

The earnings of the Group were mainly derived from the operation and investment of toll roads.

In 2009, supported by the macro-economic recovery and a more stabilizing operating environment, the Group strengthened and improved the operation and management of its existing assets to ensure and enhance its operating performance, thus successfully recording a substantial growth in operating results. Meanwhile, the Group's development strategy and operational tactics had been effectively implemented. The Group had made remarkable progress in business expansion, business management, capital operation and corporate governance, all laying solid foundation for further investment and opening new vista of corporate development.

1. Operating results of the Company and its major branch and subsidiaries

Item	Toll income for 2009 *(RMB'000)*	Percentage in the total toll income *(%)*	Toll income for 2008 *(RMB'000)*	Percentage in the total toll income *(%)*	Profit for 2009 *(RMB'000)*	Year-on-year increase/ decrease in profit for 2009 *(%)*
The Company *(Note 1)*	**960,431**	49.54	843,929	50.79	**487,637**	**15.11**
Chengya Branch *(Note 2)*	**550,735**	28.41	469,318	28.24	**207,533**	**75.98**
Chengle Company *(Note 3)*	**340,665**	17.57	272,481	16.40	**116,323**	**144.60**
Chengbei Company *(Note 4)*	**86,951**	4.48	75,902	4.57	**24,106**	**75.64**
Total	**1,938,782**	100	1,661,630	100	**835,599**	**38.61**

Notes:

1. For the purpose of this table only, the Company does not include Chengya Branch. The Company is responsible for the operation and management of the Sichuan section of the Chengyu (Chengdu-Chongqing) Expressway (the "**Chengyu Expressway**"). Its profit for the year includes its share of profit and loss of its associated company;

2. Sichuan Expressway Company Limited Chengya Branch, a branch company of the Company, which is responsible for the operation and management of Sichuan Chengya (Chengdu-Yaan) Expressway (the "**Chengya Expressway**"). The profit of Chengya Branch for the year 2009, on which the corporate income tax was deducted according to a 15% tax rate, includes its share of profit or loss of its associated company;

3. Sichuan Chengle Expressway Company Limited, a wholly owned subsidiary of the Company, which is responsible for the operation and management of Sichuan Chengle (Chengdu-Leshan) Expressway (the "**Chengle Expressway**");

4. Chengdu Chengbei Exit Expressway Company Limited, a subsidiary of the Company, which is responsible for the operation and management of Chengdu Chengbei Exit Expressway (the "**Chengbei Exit Expressway**") and Qinglongchang Bridge. The toll income of Chengbei Company was the aggregate amount of the toll incomes of Qinglongchang Bridge and Chengbei Exit Expressway. Its profit for the year includes its share of profit and loss of its associated company.

2. Operation of major expressways of the Group

As at 31 December 2009, the Group mainly operated 4 toll expressways in Sichuan Province, namely, Chengyu Expressway, Chengya Expressway, Chengbei Exit Expressway, and Chengle Expressway newly acquired during the Reporting Period. The total mileage of these expressways reached 467 km.

Operating performance of major expressways of the Group:

Item	Shareholding percentage	Converted average daily traffic flow for a journey *(vehicle)* 2009	2008	Increase/ (decrease) *(%)*	Toll income *(RMB'000)* 2009	2008	Increase/ (decrease) *(%)*
Chengyu Expressway	100%	**19,035**	15,289	24.50	**960,431**	843,929	13.80
Chengya Expressway	100%	**14,455**	13,151	9.92	**550,735**	469,318	17.35
Chengle Expressway	100%	**20,525**	15,442	32.92	**340,665**	272,481	25.02
Chengbei Exit Expressway (including Qinglongchang Bridge)	60%	**29,968**	24,244	23.61	**86,951**	75,902	14.56

During the Reporting Period, each of the Group's expressways recorded a significant growth in terms of traffic flow and toll income, driving the overall operating results of the Group up. The major factors affecting the operational performance of the Group's expressways during the year are as follows:

(a) In 2009, with the implementation of the Central Government's stimulus package for "expanding domestic demand, maintaining economic growth and adjusting economic structure" as well as the efforts to promote post-disaster reconstruction, Sichuan's economy recovered at a faster pace during the first half of the year while major industries experienced an overall recovery, and the momentum of economic growth were further consolidated in the second half. The provincial economy, therefore, recorded stead-fast growth for the year, which drove operating results of the Group's expressways to rebound;

(b) As the consumption hub of economy cars and due to its landlocked location, Sichuan Province suffered relatively less from the financial crisis as compared with the coastal areas. As such, the spending habits of consumers were not suppressed as much. Especially, following the introduction of favourable policies by the State such as 50-percent cut in fuel tax and consumption tax, Sichuan Province witnessed a surge in car consumption by over 40% in 2009, ranking second in terms of growth rate in the country. Such consumption characteristic had put the Group's business in an advantageous position and drove potential growth;

(c) In 2008, Sichuan Province had been consecutively struck by the snow storm and the mega earthquake, which, to a certain extent, affected the operating efficiency of the Group's expressways in 2008;

(d) In 2009, gratis pass-through of disaster relief vehicles decreased dramatically while post-disaster reconstruction projects were fully launched, boosting the demand for Sichuan highway transportation. As the trunk highways in Sichuan, the Group's expressways played a key role in the post-disaster reconstruction of Sichuan Province, which promoted the operation of the Group's expressways;

(e) With the rapid economic growth and accelerating post-disaster reconstruction in Sichuan, Sichuan's tourism industry saw a full recovery in 2009, which gave a push to the growth of traffic flow;

(f) Pursuant to the "Approval on guidelines for dealing with matters concerning cancellation of toll concessions for the overweight portion of vehicles tolled by weight" (《關於對取消計重收費車輛超限部分通行費優惠有關事項處理原則的批覆》) issued by Sichuan Highway Development Holding Company ("**Sichuan Highway Development**") (the holding company of the Company), commencing from 15 October 2009, all expressways in Sichuan Province had cancelled the preferential toll collection policy for the overweight portion (the total weight of a vehicle and a cargo minus the applicable standard load-bearing capacity for such vehicle ad cargo) of loaded vehicles, that says, the toll for the overweight portion is calculated at normal basic rates without the 20% preferential toll cut. However, during the trial period of toll-by-weight on expressways (scheduled to end on 30 September 2010), the 20% toll cut preferential policy to normally loaded vehicles will continue to be effective;

(g) Meanwhile, the Group put more efforts in operation and management of its expressways. By strengthening research on road network, improving traffic organization plans, ensuring road operation order, enhancing toll collection inspection and controlling operating cost, the Group effectively improved its overall profitability.

The operating performance of the Group's expressways was also affected either positively or negatively by circumjacent competing or cooperative road network as well as the maintenance and repairing work conducted for circumjacent roads. During the Reporting Period, the following expressways were affected to various extents by these factors:

Chengyu Expressway: the operation of Suiyu Expressway which commenced on 1 January 2008 diverted the direct traffic flow between Chengdu and Chongqing on Chengyu Expressway, which accounted for approximately 10% in terms of toll income of Chengyu Expressway. However, the impact from such diversion had been stabilized in the same year when the Suiyu Expressway commenced to operate.

Chengle Expressway: the old Jiajiang section was closed for construction works during the period commencing from 20 March 2009 to 7 October 2009, which prompted certain vehicles to use Chengle Expressway instead. Furthermore, during that construction period, certain vehicles traveling back and forth Jiajiang City had to detour via Mianzhu City and Leshan City which led to more mileage for Chengle Expressway. In addition, the reconstruction of Qingyijiang Bridge which forms part of the old Jiajiang-E'mei section was not completed and reopened until 9 November 2009, which prompted certain vehicles traveling back and forth E'mei to detour via Leshan City during the construction period, which also increased the traffic flow for Chengle Expressway.

Chengbei Exit Expressway: since 18 October 2009, the Dajian section of Chuanshan Highway commenced reconstruction work with the road partially closed. The construction period is expected to last for 10 months, which will lead to increased traffic flow for Chengbei Exit Expressway during such period.

3. Other Businesses

In 2009, the Company recorded RMB605,028,000 of other income and gains (other than those from operation of toll roads), representing an increase of 129.01% over the previous year. Other business of the Company during the year was mainly conducted by Chengren Branch and three subsidiaries of the Company, namely Shusha Company, Shugong Company and Shuhai Company. The operating results of them were set out as follows:

During the year, Shusha Company's revenue from operations was approximately RMB13,068,000, and profit was approximately RMB2,265,000, representing an increase of 5.91% and a decrease of 6.87% respectively as compared to last year. Shugong Company's revenue from operations was approximately RMB285,643,000, and profit was approximately RMB7,362,000, representing an increase of 95.77% and 604.50% respectively as compared to last year. Shuhai Company, as an investment management company focusing on investment in infrastructure projects, is currently concentrating on the research, investigation and study regarding quality expressways and other transportation infrastructure within Sichuan Province. No material investments were made by Shuhai Company in the year. Chengren Branch recorded a contractual revenue of RMB356,858,000 for the construction of Chengren Expressway (as defined below).

4. Project Investment and Financing

(1) Investments

- Acquisition of 100% equity interests in Chengle Company

  On 26 September 2007, Sichuan Highway Development and Xing Yuan Company (both being the then equity holders of Chengle Company and as Vendors) and the Company (as buyer) entered into a sale and purchase agreement in relation to the transfer of 100% equity interests in Chengle Company. The said agreement was approved by the independent Shareholders at the extraordinary general meeting held on 12 December 2007 (the "**First EGM**"). On 2 April 2009, the Company entered into a supplemental agreement (the "**Supplemental Agreement**") with the Vendors to amend certain terms of the sale and purchase agreement. The Supplemental Agreement was subsequently approved by the independent Shareholders at the extraordinary general meeting held on 8 June 2009 (the "**Second EGM**"). Pursuant to the Supplemental Agreement, the remaining balance of the consideration in the amount of RMB998,320,800 was paid to the Vendors by the Company within 30 working days from the day the approval from the independent Shareholders was obtained at the Second EGM (RMB100,000,000 had been prepaid by the Company to the Vendors upon the obtaining of the approval from the independent Shareholders at the First EGM). The acquisition of 100% equity interests in Chengle Company was completed on 23 June 2009.

The Company is optimistic about the business prospects of Chengle Expressway and believes that the acquisition helps to further enhance the Group's asset scale and expand its profit base, which is in line with the Group's sustainable development strategy.

- Investment in and construction of Chengdu to Meishan (Renshou) Section of Chengdu – Zigong – Luzhou – Chishui Expressway ("**Chengren Expressway**")

  At the Company's third extraordinary general meeting of 2009 held on 15 July 2009, resolutions were passed to approve the investment in and the construction of Chengren Expressway.

  The total length of Chengren Expressway is approximately 105.486 km, commencing from Chengdu Ring Expressway (K34+600) and ending at Zhichanggou at the boundary of Renshou County, Meishan and Weiyuan County, Neijiang. The total investment budget for the construction of Chengren Expressway is approximately RMB7.5 billion (the total investment budget was provided by the joint tender organisers, and there is no assurance that the official total investment amount, which will be prepared and submitted to the relevant governmental authorities for approval in due course, will be the same). Chengren Branch was set up by the Company, as a project entity, to develop Chengren Expressway, and operate and manage Chengren Expressway upon completion of construction. The period of operation for Chengren Expressway will last for 29 years and 300 days from the first day for collection of toll income of the section. The operation of Chengren Expressway is expected to commence around the end of 2012.

Chengren Expressway is the commencing section of Chengdu – Zigong – Luzhou – Chishui Expressway when departing from Chengdu City. Chengdu – Zigong – Luzhou – Chishui Expressway, being a major component of the expressway network planning in Sichuan Province, makes up the backbone network of expressways in Southwest China together with Neijiang-Yibin Expressway (trunk line of national highways) and Longchang-Naxi Expressway (southwest channel to the seaside). Moreover, it is located in the southern area of Sichuan Province where a cluster of cities nestles, and it connects Chengdu City (provincial capital of Sichuan Province) with other major cities such as Zigong and Luzhou in the province and directly links to Guizhou Province. Most regions along its route are densely populated areas with strong economic fundamentals and huge development potential in Sichuan Province. Luzhou City, in particular, ranks as one of the major inner river terminals and the ports for water transport in the PRC and Sichuan Province. Therefore, Chengdu – Zigong – Luzhou – Chishui Expressway, which connects major cities in the province and spans across Sichuan Province and Guizhou Province, will become an important transportation channel in Sichuan Province, with access to Yangtze River and the sea. Furthermore, Chengren Expressway is also a shared part of Chengdu-Renshou-Jiangyan-Jianwei-Muchuan-Yunnan Expressway according to the expressway network planning of Sichuan Province.

Through participating in the investment in and construction of Chengren Expressway, the Company envisages to further consolidate the business position of the Company in the investment, management and operation of expressways in Sichuan Province and Western China, and boost the core competitiveness of the Company, so as to enhance its sustainable development ability.

- Potential acquisition of the Sichuan section of Suiyu Expressway and Chengnan Expressway

  On 20 March 2008, the Company entered into the non-legally binding intentional agreement regarding an asset acquisition of Sichuan section of Suiyu Expressway and relevant matters with Sichuan Chengnan Expressway Company Limited ("**Chengnan Company**") and the controlling shareholder of Chengnan Company, Sichuan Highway Development. In addition, on 9 May 2008, the Company entered into the non-legally binding intentional agreement regarding an asset acquisition of Chengnan Expressway with Sichuan Highway Development and Chengnan Company. Parties to these intentional agreements intended to complete the proposed acquisition contemplated thereunder before 31 December 2009. However, the proposed acquisition has been postponed due to the pending land disposals of Chengnan Company. As at 31 December 2009, the Company has completed the selection of intermediaries in relation to this proposed acquisition, and Chengnan Company has completed most of its pre-acquisition work (such as sorting out its assets).

(2) Financing activities of the Company

- A Share Issue

  On 27 July 2009, the Company's A shares were listed on the Shanghai Stock Exchange following the approval granted by the Shanghai Stock Exchange on 23 July 2009. The Company issued a total of 500,000,000 A shares at an issue price of RMB3.60 per share and raised net proceeds of approximately RMB1,740,000,000 from the A Share Issue.

  Upon completion of the A Share Issue, the total number of shares of the Company was increased to 3,058,060,000 shares (comprising 895,320,000 H shares and 2,162,740,000 A Shares).

  Pursuant to the resolutions passed at the 18th meeting of the fourth session of the Board and the 2nd extraordinary general meeting of 2009, the Company applied RMB1,098,320,800.00 out of the net proceeds from the A Share Issue to replace the fund self-financed by the Company for acquiring 99.18% and 0.82% equity interests in Chengle Company from Sichuan Highway Development and Xing Yuan Company respectively. The remaining proceeds of RMB642,683,012.73 were used to repay part of the bank loans owed by Chengle Company.

- Issue of Short-Term Commercial Papers

  At the general meeting of the Company on 28 August 2007, resolutions were passed to approve the proposed issue of short-term commercial papers with a total amount not exceeding RMB2 billion per annum for a term of three years. The Company successfully issued short-term commercial papers with a total amount of RMB1.5 billion on 19 February 2008, which were fully repaid by the Company on 19 February 2009. On 27 November 2009, the Company further issued short-term commercial papers with a total amount of RMB2 billion at an annual rate of 3.49%, which resulted in a decrease of approximately RMB36,000,000 per year in finance costs as compared with that for the loan with the same term.

5. Continuing Connected Transactions

On 6 March 2008, the Company entered into a service agreement (the "**Chengyu & Chengya Service Agreement**") with Sichuan Zhineng Transportation System Management Company（四川智能交通系統管理有限責任公司）("**Sichuan Zhineng**") in relation to the provision of a computer system on expressways network toll fee collection and technological services to the expressways wholly owned by the Company, namely, Chengyu Expressway and Chengya Expressway. Sichuan Zhineng is a subsidiary of Sichuan Highway Development (the controlling shareholder of the Company). On the same date, Chengbei Company (a subsidiary of the Company) and Sichuan Zhineng entered into a service agreement (the "**Chengbei Service Agreement**") in relation to the provision of a computer system on expressways network toll fee collection and technological services to Chengbei Exit Expressway, an expressway wholly owned by Chengbei Company. According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") (the "**Listing Rules**"), entering into each of the Chengyu & Chengya Service Agreement and Chengbei Service Agreement constituted the continuing connected transaction of the Company subject to reporting and announcement by exempt from the independent Shareholders' approval.

The annual caps for the service fees payable under the Chengyu & Chengya Service Agreement and the Chengbei Service Agreement for the three years ended 31 December 2008, 31 December 2009 and 31 December 2010 is approximately RMB9,270,000, RMB10,540,000 and RMB12,000,000 respectively.

BUSINESS DEVELOPMENT PLAN

In 2009, under the spur of the Central Government's stimulus package led by RMB4 trillion investment, China's economy became the first to bottom out and move back to the recovery track, making the world astonished. In the new year, China's economy is expected to maintain the steady and fast development momentum, thus enabling the Group to operate and develop in a more stabilized, healthy and favorable external environment. Moreover, the relatively eased credit environment and more diversified financing instruments will create opportunities for the Company to optimize its capital and debt structure and reduce financial cost. In view of such, the Company has formulated the following operation strategy and business plan for the year 2010:

1. Based on analysis and summary of the Group's experiences in implementing its development strategy in recent years, and by virtue of its extensive research on dynamics in internal and external environment, the Company aims to improve its strategic development planning as soon as possible while defining and quantitating the work targets of the Group. Meanwhile, the Company will maintain good communications with governmental bodies and regulators, and aggressively integrate and improve the distribution of the Group's expressway assets through investment and acquisition, thus ensuring steady growth of its operating results.

2. The Company will continue the construction of Chengren Expressway in an efficient and orderly way, ensuring the objectives relating to timetable, quality, cost and safety could be achieved and the management quality for this construction project could be further enhanced.

3. The Company will continue to strengthen its study on financing products, broaden funding channels, optimize capital structure, make rational arrangement for debt term structure and interest rate structure for debts, lower financial costs, and maintain a reasonable gearing ratio, facility and favorable credit level for effectively fending off financial risks.

4. The Company will pay extra attention to strengthen the preventive maintenance of the Group's expressways through leveraging modern information management resources and innovations to improve management and maintenance of expressways, laying a solid foundation for long-term stable conditions of the Group's expressways.

5. More efforts will be put in recruitment and training of talents to foster a harmonious and positive corporate culture environment. Through implementing and improving incentive mechanism, constraint mechanism, talent fostering and selection mechanism to stimulate the staff's enthusiasm and creativity, the Group expects an overall improvement in the staff's professional skills and comprehensive capability to cater for its need to accelerate growth.

6. The Company will further streamline and optimize its internal control system, which will be implemented in the Group in order to achieve higher level of standardized and refined management, to strengthen its efficiency in execution and innovative ability, and to improve the overall management of the corporation.

   Looking ahead, we will continue to focus on the investment, operation and management of the expressways. Aiming for sustainable development of the Group and leveraging on its core advantages, we are to tap new territory in expressway investment and construction, and fashion the Company into a large infrastructure conglomerate with distinct principal business, stable operation, complete governance structure and outstanding management.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

During the Reporting Period, the Company and its subsidiaries have not purchased, redeemed or sold the Company's listed securities.

EMPLOYEES, REMUNERATION AND TRAINING

As at 31 December 2009, the Company (including its subsidiaries) had 1,714 employees and 30 retirees. Composition of employees is as follows:

1. Composition by Expertise

Type of expertise	**Number**
Management (including professional technicians)	398
Technicians	1,316

2. Composition by Educational Level

Educational level	Number
Postgraduate	31
University graduate	325
Junior college graduate or below	1,358

3. Employee's Remuneration

The total remuneration of the employees is correlated with the operating results of the Company. The salary of the Company's employees comprises fixed wage (including basic salary, and salaries determined by the position and period of service) and performance incentive. Employee's salary is determined with reference to his position (i.e. the salary changes in accordance with the position of service) and performance. The employees' salary totalled RMB87,510,000 for the year ended 31 December 2009.

4. Employee's Insurance and Welfare

The Company cherishes employees and protects their lawful interests. The Company improved various types of social insurance for employees in strict compliance with all applicable Chinese labor security policies. Expenses for various types of social insurance for retirement, healthcare, unemployment, work related injury, child birth and accident have been paid in full by the Company for the employees. Meanwhile, the Company made contributions to the housing accumulation fund and enterprise annuity fund for the employees in compliance with the requirements under applicable laws and policies.

5. Staff Training

The Company highly values staff training. It held training courses of various kinds to improve the comprehensive quality and business standard of the employees at various levels. During the year, the Company organised various skills training for various positions in respect of transportation and production safety, financial software, job-specific skills as well as further education for professional technical staff and other concentrated and theme trainings. A total of 2,650 employees have attended the above training courses.

CORPORATE GOVERNANCE

1. Code on Corporate Governance Practices

During the year, the Company has not set up a remuneration committee with specific authority and obligations in accordance with relevant code provisions contained in the Code on Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. At present, the remunerations of directors of the Company are determined on the basis of related PRC policies or regulations, the Company's actual operation and applicable percentage of per capita income of the working population of Chengdu, where the Company is situated, and are subject to the Shareholders' consideration approval at the general meeting. Save for the above, the Company has fully complied with the code provisions contained in the Code on Corporate Governance Practices set out in Appendix 14 to the Listing Rules during the year.

2. Audit Committee

The Audit Committee comprises three independent non-executive directors of the Company who are all professionals experienced in finance and transportation industries.

The Audit Committee has reviewed the consolidated financial statements of the Group for the year ended 31 December 2009 and considers that the Group has complied with all applicable accounting standards and requirements and made adequate disclosure.

COMPLIANCE WITH MODEL CODE

During the year, the Company has adopted a code of conduct regarding directors' and supervisors' securities transactions on terms not less exacting than the standards set out in Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules. Having made specific enquiries of all directors and supervisors, each of them confirmed that he or she had complied with the Model Code during the Reporting Period.

CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The H Share register of members of the Company will be closed from Monday, 12 April 2010 to Wednesday, 12 May 2010 (both days inclusive), during which period no transfer of H Shares will be registered. In order to be entitled to attend the annual general meeting and to qualify for the final dividend, H Share Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates are lodged with the Company's H Share Registrar, Hong Kong Registrars Limited, at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 9 April 2010.

The Company will announce separately on the Shanghai Stock Exchange regarding details of the arrangement regarding (i) the distribution of 2009 final dividend to A Share Shareholders and (ii) details of A Share Shareholders' eligibility for attending the annual general meeting.

PUBLICATION OF ANNUAL REPORT

An annual report for the year ended 31 December 2009 containing all the information required by the Listing Rules will be despatched to Shareholders and published on the websites of the Stock Exchange and the Company in due course.

By order of the Board
Sichuan Expressway Company Limited*
Tang Yong
Chairman

Chengdu, Sichuan Province, the PRC
9 March 2010

At the date of this announcement, the Board comprises: Mr. Tang Yong (Chairman), Mr. Zhang Zhiying (Vice Chairman and General Manager), Madam Zhang Yang (Vice Chairman), Mr. Gao Chun, Mr. Zhou Liming, Mr. Wang Shuanming, Mr. Liu Mingli, Madam Hu Yu, Madam Luo Xia#, Mr. Feng Jian#, Mr. Zhao Zesong# and Mr. Xie Bangzhu#.

\# *Independent non-executive director*

* *For identification purpose only*