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**Shenzhen Investment Holdings Bay Area  
Development Company Limited**  
**深圳投控灣區發展有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
**Stock Codes: 737 (HKD counter) and 80737 (RMB counter)**

**FINAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024**

**Highlights**

- Share of net toll revenue increased by 1% YoY to approximately RMB2,668 million was mainly due to the combined effects of (1) the significant increase in toll revenue of the Coastal Expressway (Shenzhen Section) due to the simultaneous opening of its Phase II and the Shenzhen-Zhongshan Link in June 2024; (2) the Holiday Toll-free Policy for small passenger vehicles with 7 seats or less was implemented for 3 more days in 2024 as compared to last year; and (3) the negative diversion impact on the GS Superhighway and the GZ West Superhighway due to the further improvement of the surrounding expressway networks.
- 12 blocks of residential units of the second phase of Grand Park City had commenced construction by phase, of which 5 blocks had launched for pre-sale with 3 blocks started to deliver to buyers in the fourth quarter of 2024 as scheduled.
- The Beijing-Hong Kong-Macao Expressway (Guangzhou to Shenzhen Section) Reconstruction and Expansion Project as the key project of the Group, has steadily advanced in 2024. Among which, the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway has completed tender and bidding processes of multiple bid sections, and is now in full implementation stage.
- Profit attributable to equity shareholders of the Company decreased by 13% YoY to approximately RMB461 million, which was mainly due to the following effects of (1) the reverse in share of resurfacing obligations of the GS JV in the end of 2023; and (2) a decrease in the Group's share of results of Grand Park City project.
- Proposed final dividend of RMB7.15 cents per share, representing a regular dividend payout ratio of 100% for the year.

## **CHAIRMAN’S STATEMENT**

In 2024, Chinese Mainland adhered to the general principle of sustaining prudent progress while promoting high-quality development, resulting in an overall stable economic performance. With steady economic growth, both freight and passenger volumes in Chinese Mainland continued to increase, positively impacting the traffic volume and tolls on the GS Superhighway, the GZ West Superhighway and the Coastal Expressway (Shenzhen Section). As an enterprise based in the Greater Bay Area and engaging in the investment, construction and operation of expressways, the Company benefited from the economic development of the surrounding regions and achieved solid performance in 2024. I would like to take this opportunity to share with our investors the operating results of the Group over the past year.

### **Financial Results and Dividend Proposal**

On behalf of the Board, I am delighted to report to Shareholders the final results of the Group for 2024. The revenue from investment projects attributable to the Group was approximately RMB2,809 million. The profit attributable to equity shareholders of the Company amounted to approximately RMB461 million and a basic earnings per share of RMB14.96 cents, representing a YoY decrease of 13%, which was mainly due to the following effects of (1) the reverse in share of resurfacing obligations of the GS JV in the end of 2023; and (2) a decrease in the Group’s share of results of Grand Park City project.

The Board has proposed a final dividend of RMB7.15 cents per share for year 2024 with a dividend payout ratio amounting to 100% of total dividend to the profit attributable to equity shareholders of the Company. Payment of the final dividend is subject to approval by Shareholders at the 2025 Annual General Meeting.

## **Operating Environment**

In 2024, Chinese Mainland's economy maintained its prudent development, with continued enhancements in economic strength, technological capabilities and overall national power. The development of new productive forces advanced steadily while reforms and opening-up deepened, contributing to the effective and orderly mitigation of risks in key sectors. With effective social welfare measures, Chinese Mainland successfully achieved its primary economic and social development objectives for the year. In 2024, the GDP of Chinese Mainland increased by 5.0% YoY, with a total economic volume of approximately RMB134.9 trillion. Guangdong Province, strategically positioned adjacent to the Hong Kong Special Administrative Region and the Macao Special Administrative Region, has consistently demonstrated exceptional resilience and leadership in terms of economic growth, business structure optimisation and innovation-driven development. In 2024, Guangdong Province's GDP grew by 3.5% YoY while its total economic volume amounted to approximately RMB14.16 trillion, maintaining its position as the top provincial economy in Chinese Mainland for 36 consecutive years. The high-quality development of the Greater Bay Area has created a favourable operating environment for the business of the Group.

## **Business Review**

During the year under review, toll revenue of the three expressways operated by the Group showed overall growth. However, due to changes in the surrounding road networks and traffic diversion impacts, the toll revenue growth of the GS Superhighway and the GZ West Superhighway was slightly dampened. The Coastal Expressway (Shenzhen Section) benefited from the opening of its Phase II and the Shenzhen-Zhongshan Link, resulting in a more substantial growth in traffic volume and toll revenue. Based in the favourable location of the Greater Bay Area and benefiting from the continuous economic development of the surrounding regions, the Group is fully confident about the future development of the GS Superhighway, the GZ West Superhighway and the Coastal Expressway (Shenzhen Section).

Meanwhile, the reconstruction and expansion project for the Guangzhou-Shenzhen Section of Beijing-Hong Kong-Macao Expressway will be carried out in two segments: namely the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway and the reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway. Among which, the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway was approved by the Guangdong Provincial Development and Reform Commission on 22 August 2023, and is now in full swing in the year. The reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway is advancing the relevant work of project approval. With the advancement of the reconstruction and expansion project for the Guangzhou-Shenzhen Section of Beijing-Hong Kong-Macao Expressway, it would help to further strengthen the Group's core competitiveness in the toll road industry.

In addition, the Group had actively participated in investments in land development projects along expressway. The Grand Park City project, the Group's first comprehensive land development project along expressway, achieved satisfactory sales performance in 2024. In 2024, the contracted sales amounted to approximately RMB1,310 million, and achieving cumulative contracted sales of approximately RMB4,555 million since the beginning of pre-sale so far. In 2024, the introduction of several policies to stabilise the real estate market in 2024 supported the Group's land development and comprehensive utilisation business along expressway. In the future, the Group will actively promote land development projects along the GS Superhighway, such as the Luogang interchange and Tongle interchange, as an important supplement to the profits of the Group for providing continuous returns to Shareholders. In addition, the Group is also actively exploring quality resources within the Greater Bay Area, seeking market investment opportunities and driving new business breakthroughs. By leveraging external mergers and acquisitions, the Group aims to facilitate the implementation of its strategies, further strengthening the growth of its asset value and revenue.

## **Prospects**

2025 marks the final year of the Group's "14th Five-Year" Plan and the planning year for the "15th Five-Year" Plan. Based on policy direction, market dynamics and its advantages, the Group will formulate a comprehensive strategic blueprint for the "15th Five-Year" Plan, further consolidate the main business of toll roads, accelerate the revitalisation of land resources along the expressways, and expand the investment opportunities in the Greater Bay Area.

Meanwhile, the Group will continue to focus on the reconstruction and expansion project for the Guangzhou-Shenzhen Section of Beijing-Hong Kong-Macao Expressway. The reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway will proceed according to the project schedule. The reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway is expected to receive approval in 2025, and the Group will strive to commence construction as soon as possible.

In respect of land development business, for the Grand Park City Project under development, the Group will carry out the construction, property sales and delivery of each phase of the Grand Park City in an orderly manner in alignment with the changes in policies and based on its annual sales targets and development plans. For other land development projects along the GS Superhighway, such as the Luogang interchange, the Group will maintain close communication with local governments and partners through various channels to realise the value of the land along the expressway.

In terms of business expansion, the Group will continue to seek opportunities for merger and acquisition of other expressway assets in the Greater Bay Area, keep up with industry trends, explore the development opportunities of "expressway + road economy" and identify new projects with investment value.

Looking forward, the macro environment in Chinese Mainland is expected to be generally positive, but with the complex and ever-changing international affairs, external challenges shall not be overlooked. The Group will anchor on its strategic goals, and go all out to solidify its standing in the Greater Bay Area to advance on its various tasks. I believe that with the joint efforts of the management and employees, the Group shall continue to achieve high quality and sustainable development and create better returns for Shareholders.

### **Appreciation**

On behalf of the Company, I would like to take this opportunity to express my sincere gratitude to Shareholders, business partners, financial institutions and friends from all walks of life for their support and trust in the development of the Company. I would also like to thank the Directors and senior management for their wise contribution, and the staff for their unity, cooperation and diligence. In 2025, all staff of the Company will seize the opportunities, continue to contribute to the construction of the Greater Bay Area, and strive to achieve a new level of development of the Company.

**Xiangwen LIAO\***  
*Chairman*

Hong Kong, 20 March 2025

*\* For identification purpose only*

## Final Dividend

The Board has proposed a final dividend of RMB7.15 cents per share (equivalent to HK7.74202 cents per share at the exchange rate of RMB1:HK\$1.08280) for the year ended 31 December 2024. Together with the interim dividend of RMB7.80 cents per share (equivalent to HK8.522358 cents per share at the exchange rate of RMB1:HK\$1.09261) which had been paid on Friday, 8 November 2024, the total regular dividends for the year ended 31 December 2024 will amount to RMB14.95 cents per share (equivalent to HK16.264378 cents per share) which is 13% less than the total regular dividends of RMB17.10 cents per share of last year. The total regular dividends for the year ended 31 December 2024 represented a regular dividend payout ratio of 100% of the Group's profit attributable to equity shareholders of the Company.

Subject to Shareholders' approval at the 2025 Annual General Meeting to be held on Wednesday, 21 May 2025, the proposed final dividend will be paid on Tuesday, 15 July 2025 to Shareholders whose names appear on the register of members of the Company at the close of business on Tuesday, 27 May 2025.

If the proposed final dividend is approved by the Shareholders at the 2025 Annual General Meeting, it will be payable in cash in RMB or HK Dollars, or a combination of these currencies, at the exchange rate of RMB to HKD as published by The People's Bank of China on Thursday, 20 March 2025 and Shareholders will be given the option of electing to receive the final dividend in either RMB or HK Dollars or a combination of RMB and HK Dollars.

To make the dividend currency election, Shareholders should complete the Dividend Election Form (if applicable) and return it to the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Thursday, 19 June 2025. **If no dividend election is made by a Shareholder, such Shareholder will receive the final dividend in HK Dollars, unless receipt of dividend in RMB has been previously elected.**

## **Closure of Register**

To ascertain Shareholders' eligibility to attend and vote at the 2025 Annual General Meeting to be held on Wednesday, 21 May 2025, the register of members of the Company will be closed from Friday, 16 May 2025 to Wednesday, 21 May 2025, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify to attend and vote at the 2025 Annual General Meeting, all transfers of Shares, accompanied by relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 15 May 2025.

To ascertain Shareholders' entitlement to the proposed final dividend, the register of members of the Company will be closed for one day on Tuesday, 27 May 2025, if and only if the proposed final dividend is approved by Shareholders at the 2025 Annual General Meeting. No transfer of shares of the Company will be effected on the aforementioned book-close date. To qualify for the proposed final dividend, all transfers of Shares, accompanied by relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, 26 May 2025.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW**

#### **Overall Business Performance**

During the year under review, the total net toll revenue of the GS Superhighway, the GZ West Superhighway and the Coastal Expressway (Shenzhen Section) increased by 1% YoY to approximately RMB4,890 million. This was mainly due to the combined effects of the following factors: (1) the significant increase in toll revenue of the Coastal Expressway (Shenzhen Section) due to the simultaneous opening of its Phase II and the Shenzhen-Zhongshan Link in June 2024; (2) the Holiday Toll-free Policy for small passenger vehicles with 7 seats or less was implemented for a total of 24 days in 2024, an increase of 3 days as compared to the corresponding period of last year; and (3) the negative diversion impact on the GS Superhighway and the GZ West Superhighway due to the further improvement of the surrounding expressway networks. The average daily toll revenue of the GS Superhighway decreased by 0.5% YoY to approximately RMB7.88 million and average daily mixed traffic remained flat YoY at approximately 632,000 vehicles; the average daily toll revenue and average daily mixed traffic of the GZ West Superhighway decreased by 3% and 1% YoY to approximately RMB3.47 million and 268,000 vehicles respectively; the average daily toll revenue and average daily mixed traffic of the Coastal Expressway (Shenzhen Section) increased by 17% and 8% YoY to approximately RMB2.01 million and 205,000 vehicles respectively.

During the year under review, the contracted sales of the Grand Park City amounted to approximately RMB1,310 million. 3 blocks of the residential units of the second phase started to deliver to buyers in the fourth quarter of 2024.



<b>Year</b>	<b>2024</b>	<b>2023</b>	<b>% Change</b>
<b><i>At Operational Level</i></b>			
<b><i>GS Superhighway</i></b>			
Average daily toll revenue <sup>N1</sup> (RMB '000)	<b>7,883</b>	7,924	-0.5%
Average daily mixed traffic <sup>N2</sup> (No. of vehicles '000)	<b>632</b>	632	0%
<b><i>GZ West Superhighway</i></b>			
Average daily toll revenue <sup>N1</sup> (RMB '000)	<b>3,466</b>	3,572	-3%
Average daily mixed traffic <sup>N2</sup> (No. of vehicles '000)	<b>268</b>	270	-1%
<b><i>Coastal Expressway (Shenzhen Section) <sup>N3</sup></i></b>			
Average daily toll revenue <sup>N1</sup> (RMB '000)	<b>2,012</b>	1,724	17%
Average daily mixed traffic <sup>N2</sup> (No. of vehicles '000)	<b>205</b>	189	8%

N1: Excluding tax

N2: Average daily mixed traffic excludes toll free traffic travelled during the period when Holiday Toll-Free Policy was implemented

N3: Coastal Phase II commenced operations on 30 June 2024. The Group is currently in communication with the network toll collection management unit of Guangdong Province regarding the statistics and breakdown of traffic volume data for Coastal Phase II. Therefore, the traffic volume data for the Coastal Expressway (Shenzhen Section) only includes the traffic volume data for Coastal Phase I but excludes Coastal Phase II, while the toll revenue data for the Coastal Expressway (Shenzhen Section) includes both Coastal Phase I and Coastal Phase II

## **Operating Environment**

### ***Domestic and External Economic Situation***

In 2024, facing a complex and challenging international environment, Chinese Mainland adhered to the principle of sustaining prudent progress while maintaining stability, resulting in an overall stable economic performance. The meeting of the Political Bureau of the Central Committee held in the same year decisively introduced a package of incremental policies, effectively boosting public confidence and driving a significant economic rebound. However, the adverse effects of changes in the external environment, such as geopolitical risks and interest rate hikes, intensified. With the global economy characterised by substantial structural imbalances and divergences in areas such as consumption, employment and inflation, the economic recovery remained fraught with difficulties and challenges. Chinese Mainland has been committed to high-quality development in an effort to reinforce and sustain the positive momentum of economic recovery. Benefiting from the continued release of macro policy effects, the accelerated growth of new productive forces and other factors, the Chinese economy demonstrated strong resilience. According to data released by the National Bureau of Statistics, the GDP in Chinese Mainland grew by 5.0% YoY in 2024, reaching a new level of approximately RMB134.9 trillion.

At the Central Economic Work Conference convened on 11 December 2024 and other conferences, it was pointed out that in 2025, Chinese Mainland will adhere to the principle of sustaining prudent progress while maintaining stability, uphold integrity and strive for innovation with advancements and breakthroughs, and adopt systematic integration and coordination. The government will implement more proactive fiscal policies and moderately loose monetary policies, enhance the policy toolbox, strengthen special counter-cyclical adjustments through an efficient combination of policies. These efforts aim to improve the foresight, precision and effectiveness of macroeconomic regulation. In the future, the transportation industry will benefit from these adjustments of fiscal and monetary policies and economic development, resulting in a continuous recovery with a broadly positive outlook.

## ***Development of the Greater Bay Area***

In 2024, the GDP in Greater Bay Area was approximately RMB14.8 trillion, accounted for approximately 11% of the GDP of Chinese Mainland and it is one of the most economically active regions in Chinese Mainland with dominant regional advantages and huge development potential.

Since the promulgation of the “Outline Development Plan for the Guangdong-Hong Kong-Macao Greater Bay Area” (《粵港澳大灣區發展規劃綱要》), relevant national ministries and commissions and all sectors of community have supported the accelerated implementation of the development of the Greater Bay Area. On 2 January 2024, the Economic Work Conference of the Guangdong Provincial Committee emphasised that cooperation among Guangdong, Hong Kong and Macao should be deepened around the new positioning of materialising the “one point for two places (一點兩地)” in the Greater Bay Area and that the supporting and driving role of the Greater Bay Area should be better made use of, with a focus on comprehensively refined reforms in key areas and critical aspects such as education, science and technology, talent, business environment and corporate governance, so as to increase economic depth during continuous promotion of two-way opening up and to effectively activate the organic driving force for high-quality development in Guangdong.

In July 2024, the Beijing News and the Guangzhou Guangdong-Hong Kong-Macao Greater Bay Area Research Institute released the “Five-Year Development Report of the Guangdong-Hong Kong-Macao Greater Bay Area - Bay Area Common Market: Vision and Action” (《粵港澳大灣區五周年發展報告 — 灣區共同市場：願景與行動》). The report has demonstrated the establishment of a regional common market as the vision and goal, with a focus on promoting the efficient and convenient flow of goods, services, personnel, capital, data and scientific and technological innovation elements. The report sets several key milestones in 2025, 2035, and 2050, by 2025, several exemplary cases will be established to promote cross-border efficiency and convenience in the flow of goods, services, personnel, capital, data, and scientific and technological innovation elements, thereby accelerating the integration process of the Greater Bay Area market and laying a foundation for building a regional common market in the Greater Bay Area.

The Chinese Mainland’s competent authorities and the society recognise the importance of the mission and tasks of the development of the Guangdong Hong Kong-Macao Greater Bay Area and vigorously spur the positive development of highway industry, that will benefit the operating environment of the Group’s expressway business in a long run and provide strong support for the sustainable development of the Group’s business.

## **Latest Updates on Industry Policies**

### ***Issuance of the Measures for the Administration of Concession Rights for Infrastructure and Public Utilities (《基礎設施和公用事業特許經營管理辦法》)***

The Announcement No. 17 of the “Measures for the Administration of Concession Rights for Infrastructure and Public Utilities” (《基礎設施和公用事業特許經營管理辦法》) was promulgated by the National Development and Reform Commission, the Ministry of Finance, the Ministry of Housing and Urban-Rural Development, the Ministry of Transport, the Ministry of Water Resources and the People’s Bank of China on 28 March 2024. It has further clarified and standardised the infrastructure and public utilities concession activities. Private sectors are encouraged and guided to participate in the construction and operation of infrastructure and public utilities, so as to improve the quality and efficiency of public services. In addition, it has proposed extending the maximum term of concessions to 40 years, which is 10 to 15 years longer than the current maximum toll collection period. The implementation of such a new policy would have a certain positive impact on the subsequent development of operational expressways.

### ***Amendments to the Regulations on the Administration of Toll Roads***

In May 2024, the General Office of the State Council issued the “2024 Legislative Work Plan of the State Council” (《國務院 2024 年度立法工作計劃》), and the “Regulations on the Administration of Toll Roads” (《收費公路管理條例》) were listed as the “administrative regulations to be formulated and revised in 2024”. Subsequent to the adoption of the newly revised regulations, the administration of toll roads would be further strengthened, and the toll collection acts on toll roads would be standardised, so as to protect the lawful rights and interests of the toll road operators and users, and to promote the development of the highway industry.

### ***Favourable policies for vehicle retail sales***

In March 2024, 14 departments, including the Ministry of Commerce and the National Development and Reform Commission, jointly issued the “Action Plan for Promoting Trade-ins of Consumer Goods” (《推動消費品以舊換新行動方案》). The goal is to accelerate the elimination of passenger vehicles with National Emission Standard III or below by 2025, increasing the recycling volume of scrap vehicles by 50% as compared to 2023. By 2027, the recycling volume of scrap vehicles will double as compared to 2023, and the transaction volume of used cars will increase by 45%. To this end, local governments are encouraged to support vehicle replacement and renewal, improve the recycling and dismantling system for scrap vehicles, so as to promote used car transactions, foster the growth of used car business entities, and drive innovative development in vehicle circulation and consumption. At the same time, financial and insurance institutions are encouraged to provide more favourable car loans and insurance services. In addition, the National Development and Reform Commission and other departments published a notice on the “Measures to Create New Consumption Scenarios and Cultivate New Consumption Growth Points” (《關於打造消費新場景培育消費新增長點的措施》) in June 2024, proposing to expand new consumption scenarios for vehicles. Cities with purchase restrictions are encouraged to relax vehicle purchase limits and issue additional vehicle purchase indicators. The notice also encourages the support for vehicle renewal and replacement, as well as the expansion of the pilot scope of comprehensive electrification of vehicles used for public purposes.

As of the end of December 2024, the car ownership volume in Chinese Mainland amounted to 353 million units, among which, the ownership volume of new energy vehicles amounted to 31.4 million units, accounting for 8.9% of the total volume of vehicles. Driven by the strong support from policies such as the “promotion of vehicle renewal and new energy vehicles” (兩新) initiative and measures to boost vehicle consumption, Chinese Mainland’s vehicle ownership growth remained stable. This sustained growth in transportation volume created a favourable operating environment for expressway industry.

***Holiday Toll-free Policy for small passenger vehicles in 2024***

Pursuant to the “Notice of the Ministry of Transport on Optimising the Period on Waiver of Tolls on Toll Road for Small Passengers Vehicles during the Spring Festival Holidays of 2024” (《交通運輸部關於優化 2024 年春節假期收費公路免收小型客車通行費時段的通知》), the Holiday Toll-free Policy for small passenger vehicles with 7 seats or less during the Spring Festival Holidays of 2024 implemented for 9 days from 9 February 2024 to 17 February 2024, representing an increase of 2 days as compared with the 7 days in the corresponding period of last year. In addition, Holiday Toll-free Policy for small passenger vehicles with 7 seats or less during the Ching Ming Festival of 2024 implemented for 3 days from 4 April 2024 to 6 April 2024, representing an increase of 2 days as compared with 1 day in the corresponding period of last year. Holiday Toll-free Policy for small passenger vehicles with 7 seats or less during National Day Holidays of 2024 implemented for 7 days from 1 October 2024 to 7 October 2024, representing a decrease of 1 day as compared with 8 days in the corresponding period of last year.

## **GS Superhighway**

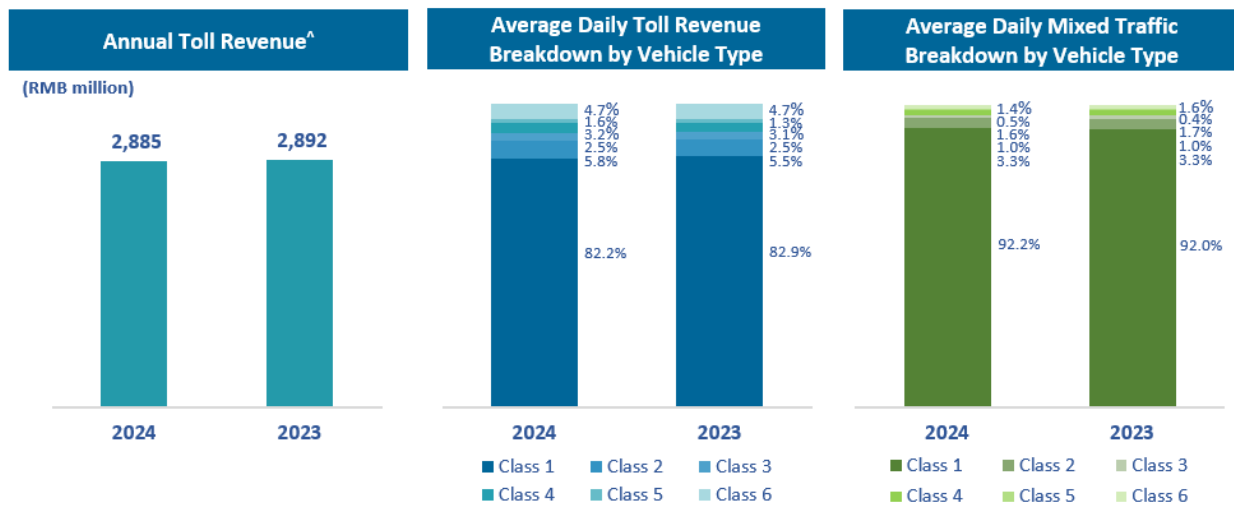
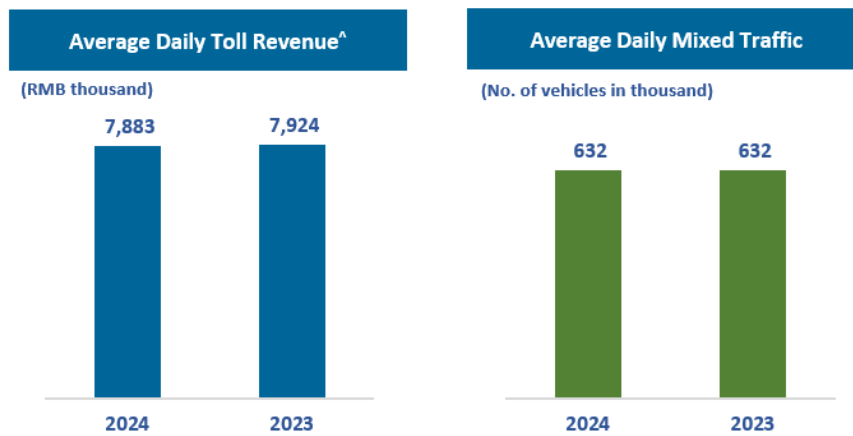
The GS Superhighway is a main expressway connecting the three major cities – Guangzhou, Dongguan and Shenzhen on the eastern bank of Greater Bay Area to Hong Kong. The GDP of Guangzhou, Dongguan and Shenzhen, the cities along the expressway, rose 2.1%, 4.6% and 5.8% YoY respectively in 2024, showing the economy has maintained steady growth. In 2024, the total toll revenue of the GS Superhighway was approximately RMB2,885 million. The average daily toll revenue decreased by 0.5% YoY to approximately RMB7.88 million and average daily mixed traffic remained flat YoY at approximately 632,000 vehicles respectively. Toll revenue and mixed traffic volume contributed by Class 1 vehicles accounts for 82.2% and 92.2% of the toll revenue and mixed traffic volume of the GS Superhighway respectively. The operating performance of the GS Superhighway in 2024 was mainly affected by combined effects of the following factors:

Holiday Toll-free Policy for small passenger vehicles with 7 seats or less was implemented for a total of 24 days in 2024, an increase of 3 days as compared to 2023, which directly reduced toll revenue.

The Dongguan-Panyu Expressway is another major artery running through the central part of Dongguan. Its Phase III has opened to traffic by the end of 2023, connecting the section between the Conghua-Dongguan Expressway and the Dongguan-Shenzhen Expressway, and connects with the GS Superhighway at the Houjienan interchange. Currently, the Changhu Expressway, another east-west route, is connected to the GS Superhighway at Xinlian and Wudianmei interchanges. With the completion of the entire Dongguan-Panyu Expressway, vehicles in the central area of Dongguan have another travel option for east-west journeys, which has resulted in mild traffic diversion for vehicles travelling to and from Xinlian and Wudianmei interchanges.

The Shenzhen-Zhongshan Link, a new major channel across the Pearl River and another convenient route for vehicles travelling between Shenzhen and the western Guangdong, has opened to traffic on 30 June 2024. The Shenzhen-Zhongshan Link connects Phase II of Coastal Expressway (Shenzhen Section) in the east, crosses the Pearl River to the west and connects the Zhongshan section of the Zhongshan-Kaiping Expressway, and interconnecting the GS Superhighway, the Coastal Expressway (Shenzhen Section) and the Guangzhu East Expressway. The opening of the Shenzhen-Zhongshan Link resulted in certain diversion impact on the vehicles originally passing the Humen Bridge and the Nansha Bridge via the GS Superhighway for travelling to and from the western Guangdong.

The Humen Port Branch Line of the Changhu Expressway has been completely closed from July 2024 until January 2026 for the implementation of reconstruction and expansion projects. Therefore, vehicles traveling to and from the GS Superhighway via the Changhu Expressway cannot enter and exit the GS Superhighway from the Xinlian Interchange, and need to be diverted to enter and exit the GS Superhighway from the Wudianmei Interchange. During the period with complete closure of the Humen Port Branch Line of the Changhu Expressway, there has been a slightly positive impact on the GS Superhighway.



<sup>^</sup> Excluding tax

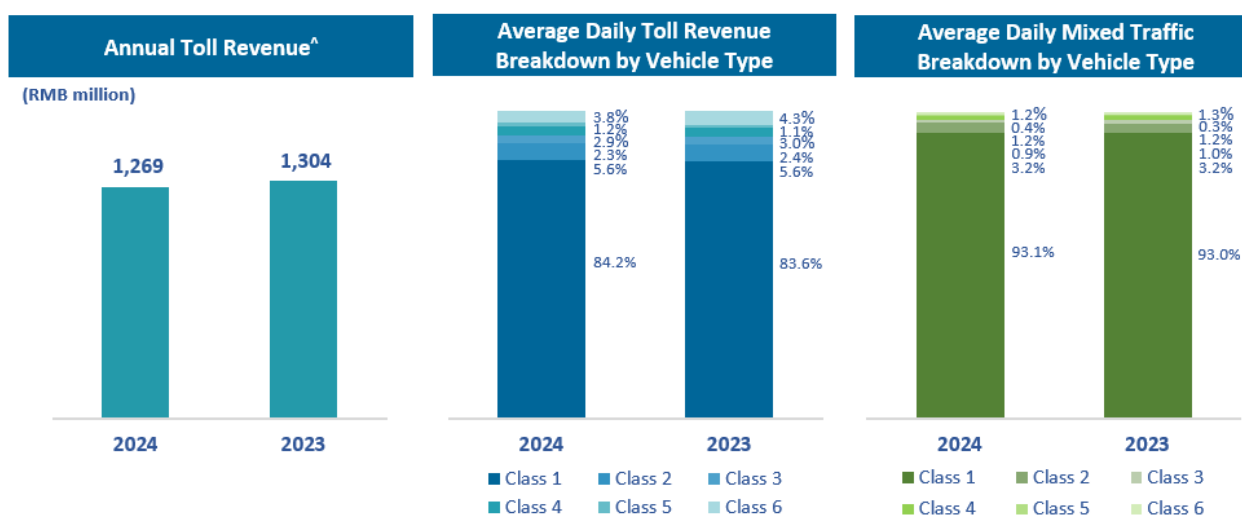
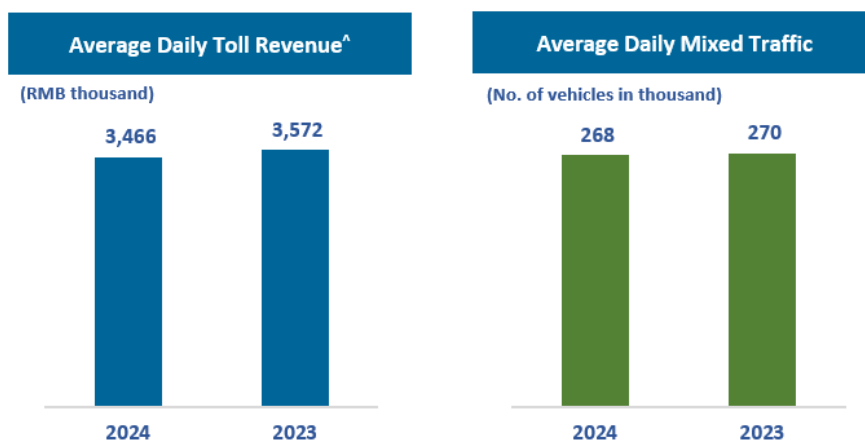
## **GZ West Superhighway**

The GZ West Superhighway is the expressway artery between the city centres of Guangzhou and Zhuhai, and offers access to the HZM Bridge. The GDP of Guangzhou, Foshan, Zhongshan and Zhuhai, the cities along the expressway, rose 2.1%, 1.3%, 3.7% and 3.5% YoY respectively in 2024, and the economy maintained steady growth. In 2024, the total toll revenue of the GZ West Superhighway was approximately RMB1,269 million. The average daily toll revenue and average daily mixed traffic decreased by 3% and 1% YoY to approximately RMB3.47 million and 268,000 vehicles respectively. Toll revenue and mixed traffic volume contributed by Class 1 vehicles accounts for 84.2% and 93.1% of the toll revenue and mixed traffic volume of the GZ West Superhighway respectively. The operating performance of the GZ West Superhighway in 2024 was mainly affected by combined effects of the following factors:

Holiday Toll-free Policy for small passenger vehicles with 7 seats or less was implemented for a total of 24 days in 2024, an increase of 3 days as compared to 2023, which directly reduced toll revenue.

In June 2024, the Zhongshan section of the Zhongshan-Kaiping Expressway has opened to traffic, connecting the Shenzhen-Zhongshan Link (simultaneously opened to traffic) in the east and the Jiangmen section of the Zhongshan-Kaiping Expressway in the west, with interchanges connecting to the GZ West Superhighway and the Zhongshan West Ring Expressway (parallel to the section of Dongfu to Yuehuan of the GZ West Superhighway) of similar north-south direction. In August 2024, the interchange originally connecting the Guangzhou-Zhongshan-Jiangmen Expressway and the Guangzhou-Foshan-Jiangmen-Zhuhai Expressway in the Zhongshan West Ring Expressway was further improved and fully interconnected. The further connection and improvement of the above expressway networks provided more travel route options for vehicles traveling between eastern and western Guangdong and between Guangzhou, Foshan and Zhuhai, which will have a certain diversion effect on the GZ West Superhighway.



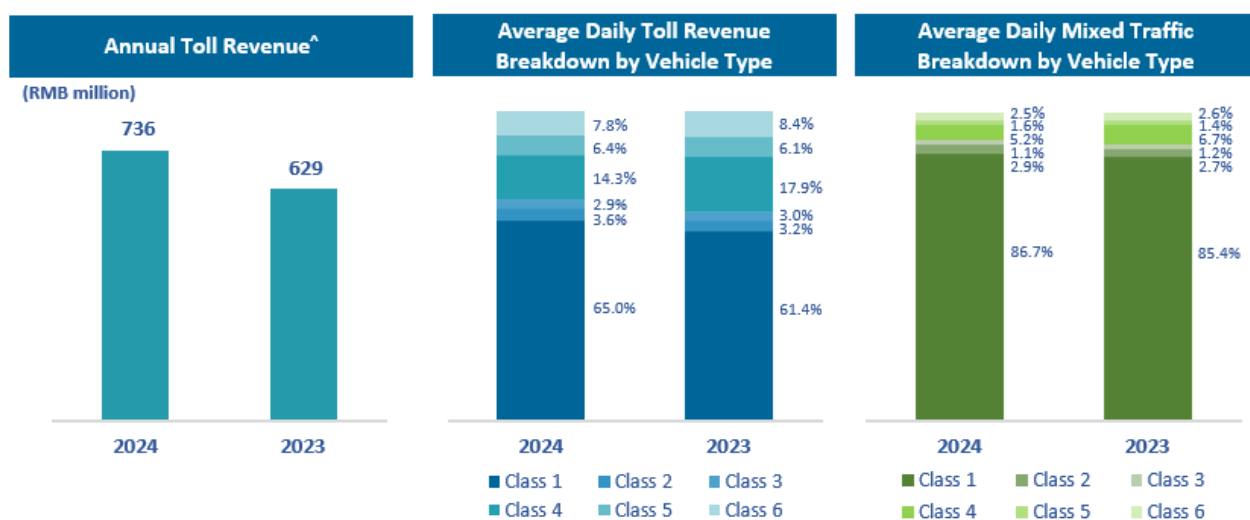
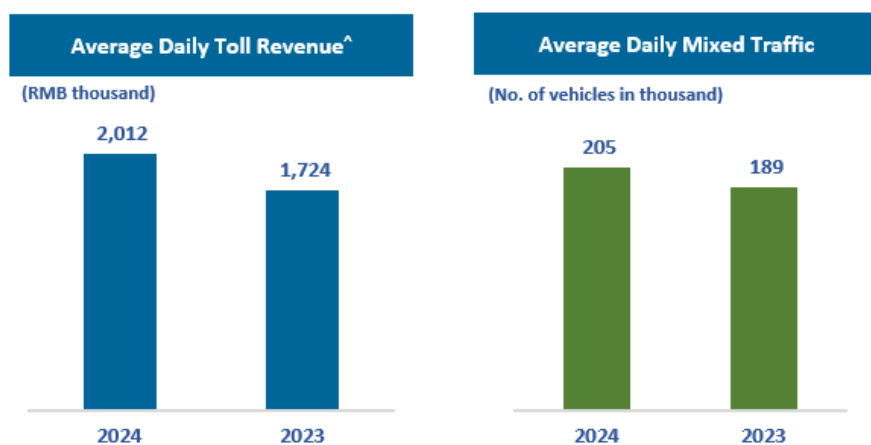


<sup>^</sup> Excluding tax

### **Coastal Expressway (Shenzhen Section)**

Coastal Expressway (Shenzhen Section) is the Shenzhen section of Guangshen Coastal Expressway, and its phase I extends from Dongbao River, the boundary between Dongguan and Shenzhen, to Nanshan District, Shenzhen and connects with Hong Kong-Shenzhen Western Corridor in the south. It is the main passageway for the three port areas of Shekou, Chiwan and Dachan Bay in the west of Shenzhen. Its phase II is a connecting lane on the Shenzhen side of Shenzhen-Zhongshan Link, which connects the Jihe Expressway in the east and the Shenzhen-Zhongshan Link in the west and opened to traffic simultaneously with Shenzhen-Zhongshan Link in June 2024.

In 2024, the total toll revenue of the Coastal Expressway (Shenzhen Section) was approximately RMB736 million. The average daily toll revenue and average daily mixed traffic increased by 17% and 8% YoY to approximately RMB2.01 million and 205,000 vehicles respectively. The satisfactory operating performance was mainly driven by the simultaneous opening of the phase II and the Shenzhen-Zhongshan Link. Toll revenue and mixed traffic volume contributed by Class 1 vehicles accounted for 65.0% and 86.7% of the toll revenue and mixed traffic volume of the Coastal Expressway (Shenzhen Section), respectively.



<sup>^</sup> Excluding tax

## Grand Park City

During the year under review, contracted sales of the Grand Park City Project amounted to approximately RMB1,310 million, representing the average sales price of approximately RMB19,000 per square metre. Since the beginning of pre-sale, the accumulated contracted sales amounted to approximately RMB4,555 million, representing the average sales price of approximately RMB23,000 per square meter.

The Grand Park City Project consists of three phases, approximately 99% of all 7 blocks of the first phase have been sold so far and started to deliver to buyers in the third quarter of 2023. The second phase consists of 12 blocks and the construction had commenced by phase, of which 5 blocks had launched for pre-sale with 3 blocks started to deliver to buyers in the fourth quarter of 2024 as scheduled and the remaining 2 blocks are planned to be delivered to buyers in mid of 2026.

### Location of Grand Park City



## **Beijing-Hong Kong-Macao Expressway (Guangzhou to Shenzhen Section) Reconstruction and Expansion Project**

The reconstruction and expansion project for the Guangzhou-Shenzhen Section of Beijing-Hong Kong-Macao Expressway is divided into two phases, namely, the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway and the reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway. Among which, the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang'an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway was approved by the Guangdong Provincial Development and Reform Commission on 22 August 2023 and shall mainly adopt the integral section method expansion in dual directions to a total of 10 lanes, and has completed tender and bidding processes of multiple bid sections, and is now in full implementation stage.

The project will be invested and constructed by the GSZ Company, which was jointly invested and established by Hopewell China Development (a subsidiary of the Company) and Guangdong Highway Construction. On 24 January 2025, Hopewell China Development and Guangdong Highway Construction entered into the Capital Increase Agreement of GSZ Company, which will provide necessary funding sources for implementing the project. The registered capital of GSZ Company will be changed to RMB7,300 million, with Hopewell China Development and Guangdong Highway Construction subscribing for and paying up RMB3,285 million and RMB4,015 million, respectively, in proportion to their respective 45% and 55% shareholding ratios.

In addition, public consultation of the approval of application of the works of the reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway has been completed and is now advancing the relevant work of project approval.

**Potential Land Development and Utilisation of GS Superhighway**

On 30 September 2022, GS JV entered into the Compensation Agreement with Land Reserve Centre and the Representatives in relation to land resumption along Luogang interchange, pursuant to which GS JV agreed to surrender land use rights of the Resumed Land together with the Attached Buildings to Land Reserve Centre in consideration of approximately RMB317.0 million. Thereafter, the Huangpu District of Guangzhou Municipal Planning and Natural Resources Bureau issued a notice on 20 October 2022, that the detailed planning modification of the land parcels along Luogang interchange has been approved and the Luogang interchange will be transformed to vacate land for residential development (inclusive of commercial use). Currently, the Company maintains active communications with Guangdong Highway Construction, aiming to seize opportunities and release the value of land along the GS Superhighway to achieve substantial investment returns.

Meanwhile, the Company and Guangdong Highway Construction are promoting the studies on the planning that integrates the expansion with land development of Dongguan section and Shenzhen section; in particular, Machong interchange, Chang'an interchange and Tongle interchange will be the key projects for study on feasibility in the next stage, and will further communicate with relevant government authorities proactively.

## FINANCIAL REVIEW

The Group's results for the year ended 31 December 2024 were as follows::

RMB million	Year ended 31 December									
	2024					2023				
	Revenue	EBITDA	Depreciation and amortisation	Interest and tax	Results	Revenue	EBITDA	Depreciation and amortisation	Interest and tax	Results
Group's share project contributions:										
<b>Toll expressway projects</b>										
- Coastal Expressway (Shenzhen Section) (100% shared)	736	620	(269)	(89)	262	629	530	(227)	(98)	205
- GS Superhighway <sup>Note 1</sup> (45% shared)	1,298	1,202	(465)	(271)	466	1,301	1,339	(536)	(308)	495
- GZ West Superhighway (50% shared)	634	510	(280)	(112)	118	652	525	(269)	(126)	130
<b>Sub-total</b>	<b>2,668</b>	<b>2,332</b>	<b>(1,014)</b>	<b>(472)</b>	<b>846</b>	<b>2,582</b>	<b>2,394</b>	<b>(1,032)</b>	<b>(532)</b>	<b>830</b>
<b>Land development and utilisation project</b>										
- Xintang Interchange Project (15% shared)	141	(16)	(1)	0	(17)	369	61	(0)	(19)	42
<b>Total</b>	<b>2,809</b>	<b>2,316</b>	<b>(1,015)</b>	<b>(472)</b>	<b>829</b>	<b>2,951</b>	<b>2,455</b>	<b>(1,032)</b>	<b>(551)</b>	<b>872</b>
YoY change	-5%	-6%	-2%	-14%	-5%					
Corporate:										
Interest income from bank deposits					13					10
Investment income from structured deposits					4					7
Interest income from loans made by the Group to a joint venture					-					4
Other income and other gain					7					15
Administrative expenses and depreciation					(58)					(79)
Finance costs					(174)					(168)
Income tax					4					(1)
Net exchange loss (net of related income tax)					(27)					(22)
<b>Profit for the year</b>					<b>598</b>					<b>638</b>
Profit for the year attributable to non-controlling interests <sup>Note 2</sup>					(137)					(110)
<b>Profit for the year attributable to equity shareholders of the Company</b>					<b>461</b>					<b>528</b>
<b>YoY change</b>					<b>-13%</b>					

Note 1: Excluding exchange differences on HK Dollar loans, and related income tax.

Note 2: It mainly comprised 49% of the results of the Coastal Expressway (Shenzhen Section).

## **Toll Expressway Projects**

The Group's share of net toll revenue of the expressway projects namely Coastal Expressway (Shenzhen Section) operated by a non-wholly owned subsidiary and the GS Superhighway and the GZ West Superhighway operated by two joint ventures increased by 3% to approximately RMB2,668 million from approximately RMB2,582 million in 2023. Specifically, the net toll revenue of the Coastal Expressway (Shenzhen Section) increased by 17% to approximately RMB736 million from approximately RMB629 million in 2023 due to the simultaneous opening of its Phase II and the Shenzhen-Zhongshan Link during the year; due to the combined effects of steady regional economic growth along the routes, improvements in the surrounding road networks and an increase in days implementing the Holiday Toll-free Policy, the Group's share of the net toll revenue of the GS Superhighway decreased lightly to approximately RMB1,298 million from approximately RMB1,301 million in 2023, the Group's share of net toll revenue of the GZ West Superhighway decreased by 3% to approximately RMB634 million from approximately RMB652 million in 2023.

As a result of the change in toll revenue, and the share of resurfacing obligations of the GS JV was reversed since the end of 2023, the Group's share of aggregate EBITDA of its three toll expressways (excluding net exchange differences on the GS JV's HK Dollar denominated loans) decreased by 3% to approximately RMB2,332 million from approximately RMB2,394 million in 2023. The Group's EBITDA of the Coastal Expressway (Shenzhen Section) increased by 17% to approximately RMB620 million from approximately RMB530 million in 2023; the Group's share of EBITDA of the GS Superhighway decreased by 10% to approximately RMB1,202 million from approximately RMB1,339 million in 2023; the Group's share of EBITDA of the GZ West Superhighway decreased by 3% to approximately RMB510 million from approximately RMB525 million in 2023.

As a result of the growth of the actual full-length equivalent traffic (including tolled and toll-free) of the Coastal Expressway (Shenzhen Section) during the year, the Group's depreciation and amortisation charges of the Coastal Expressway (Shenzhen Section) amounted to approximately RMB269 million, representing an increase of 19% from approximately RMB227 million in 2023. As a result of the adjustment of the units-of-usage basis of amortisation in 2023, the Group's share of depreciation and amortisation charges of the GS Superhighway amounted to approximately RMB465 million, representing a decrease of 13% from approximately RMB536 million in 2023. The Group's share of depreciation and amortisation charges of the GZ West Superhighway amounted to approximately RMB280 million, representing an increase of 4% from approximately RMB269 million in 2023. Overall, the Group's share of aggregate depreciation and amortisation charges of the three toll expressways amounted to approximately RMB1,014 million, representing a decrease of 2% from approximately RMB1,032 million in 2023.



During the year, part of the bank loans of the GS JV were denominated in HK Dollar, as affected by the combined effect of the decrease in outstanding HK Dollar loan principal and the fluctuation in the interest rate of Hong Kong Dollar loans at high position, the Group's share of interest expenses of the GS JV decreased by 17% to approximately RMB55 million from approximately RMB66 million in 2023. As benefited from the decline in the RMB denominated loan prime rate, and the decrease in outstanding loan principal, there was a reduction in interest expenses of the GZ West JV. The Group's share of interest expenses of the GZ West JV decreased by 18% to approximately RMB59 million from approximately RMB72 million in 2023. The applicable PRC EIT rate for the Coastal Company, the GS JV and the GZ West JV is 25%. With the combined effect brought by the increase in toll revenue and the reversal of deferred tax assets of the Coastal Company last year, the tax expenses of the Coastal Company for the year decreased by 6% to approximately RMB88 million from approximately RMB94 million in 2023. As a result of the adjustment of the units-of-usage basis of amortisation, the Group's share of tax expenses of the GS JV decreased by 11% to approximately RMB216 million from approximately RMB242 million in 2023. Meanwhile, the Group's share of tax expenses of the GZ West JV amounted to approximately RMB53 million, similar to last year's. Overall, the Group's share of interest and tax expenses of the Coastal Company and the two joint ventures in aggregate decreased by 11% to approximately RMB472 million from approximately RMB532 million in 2023.

During the year, the Group's net profit of the Coastal Expressway (Shenzhen Section) was approximately RMB262 million, representing an increase of 28% as compared to a net profit of approximately RMB205 million last year; the Group's share of net profit of the GS JV was approximately RMB466 million, representing an decrease of 6% as compared to a net profit of approximately RMB495 million last year; the Group's share of net profit of the GZ West JV was approximately RMB118 million, representing an decrease of 9% as compared to a net profit of approximately RMB130 million last year. The Group's share of aggregate net profit of the three expressway projects (excluding net exchange differences on the GS JV's HK Dollar denominated loans) was approximately RMB846 million, representing an increase of 2% as compared to a net profit of approximately RMB830 million last year.

### **Land Development and Utilisation Project**

The Group (through Shenwan Infrastructure) holds 15% of equity interest in the Xintang JV. In order to meet the relevant bank financing requirements in Chinese Mainland, on 30 June 2021, the Xintang JV increased its registered capital from RMB10 million to RMB3.04 billion through a debt-for-equity swap on the existing shareholder's loans, and the shareholder's loans contributed by the shareholders of the Xintang JV accordingly decreased from approximately RMB4,983 million to approximately RMB1,953 million; the registered capital contributed by the Group (through Shenwan Infrastructure) increased from RMB1.50 million to approximately RMB456 million based on its shareholding percentage, and all the shareholder's loans had been fully repaid in 2023. Residential units of the first phase of Grand Park City were delivered to buyers in 2023 as schedule. Certain residential units of the second phase of Grand Park City were delivered to buyers in the second half of 2024, with the delivery units decreased as compared to last year. Meanwhile, the changes in the macroeconomic environment of the domestic real estate market have reduced Xintang JV's sales profit for the year. Therefore, the Group's share of net loss of the Xintang JV for the year was approximately RMB17 million, as compared to a net profit of approximately RMB42 million last year.

### **Corporate**

The aggregate amount of the corporate's interest income from bank deposits and investment income from structured deposits was approximately RMB17 million, remained flat as compared to last year. As set out in the paragraph under the "Land Development and Utilisation Project", the Group's shareholder's loans to Xintang JV have been fully repaid in 2023, as a result, the interest income of loans to a JV decreased from approximately RMB4 million last year to zero for the year.

The finance cost during the year increased by 4% to approximately RMB174 million from approximately RMB168 million last year, which was mainly due to the increase in outstanding loan principal during the year.

Affected by the depreciation of RMB during the year, the net exchange loss (including the Group's share of exchange loss on the HK Dollar denominated loans of the GS JV) amounted to approximately RMB27 million, as compared to the net exchange loss of RMB22 million recorded last year.

Overall, the profit for the year attributable to equity shareholders of the Company amounted to approximately RMB461 million, representing a decrease of 13% from approximately RMB528 million last year.

## **Outlook**

Although the global economic prospect remains uncertain, the macro environment in Chinese Mainland is expected to be generally steady. With the stable growth of social transportation volume in Chinese Mainland, the economic growth of the cities along the expressways will have a positive impact on the subsidiaries and joint ventures, and the Group believes that the stable core business of the Coastal Expressway (Shenzhen Section), the GS Superhighway and the GZ West Superhighway will continue to support the Group's future performance enhancement. In the long run, the Group remains cautiously optimistic about its future performance.

The Company is committed to creating value for Shareholders and has always adhered to the concept of maximising Shareholder's interests, and sharing the Group's performance with Shareholders through dividends distribution. Since listing in 2003, the Company has basically maintained a full-year regular dividend payout ratio of 75%-100% on recurring income. Under normal circumstances, the Company maintains the dividend payout ratio of previous years. For the year ending 31 December 2024, the Company had paid an interim dividend of RMB7.80 cents per share and the Board has proposed a final dividend of RMB7.15 cents per share, expecting a full-year dividend payout ratio amounting to 100%. In the future, the Company will fully consider factors such as business position, financial position, funding requirements of major investment projects, adjustments to industry policies and the continuity of past dividend policies, and review the above dividend policy from time to time, balancing Shareholders' expectations and the long-term sustainable development of the Company.

## **Financing of the Group**

According to the JV agreement, the supplemental agreements and the latest JV articles of the Xintang JV, the maximum total amount to be contributed (whether by way of registered capital, shareholders' loans, shareholders' guarantee and any amount of other nature) by the shareholders of the Xintang JV for the investment in the project (through the Xintang JV) is up to RMB6,800 million ("Total Upper Limit"), among which, Shenwan Infrastructure will contribute the amounts up to RMB1,020 million based on its percentage of equity interest in the Xintang JV, representing 15% of the maximum total amount.

The Total Upper Limit was arrived with reference to the estimated cost of acquisition of the land use rights of the Project Land, the estimated costs of the ancillary works and other estimated costs and expenses in relation to the operation of the Xintang JV. It is intended that Shenwan Infrastructure's commitment of up to its respective limit will be satisfied by way of external financing and internal resources of the Group. The total investment amount of the Xintang JV is not bound by the Total Upper Limit. Xintang JV may arrange financing from banks or other third parties for the cost of development of the Project Land with the use of its own credit and assets.

The Group has duly made arrangement to meet the capital need of the Xintang JV. In 2023, Xintang JV further repaid shareholder's loans based on shareholding percentage, and paid off the bank financing which was guaranteed by the Group based on its shareholding. As at 31 December 2024, the Group contributed approximately RMB456 million to the registered capital of Xintang JV.

## Financial position

The financial position of the Group comprises assets and liabilities at the corporate level and the Coastal Company and the Group's share of assets and liabilities of the GS JV, the GZ West JV and the Xintang JV.

### Corporate

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
Cash and cash equivalents	291	382	Bank loans	4,502	4,002
Structured deposits	-	320	Tax liabilities	66	66
Time deposit	374	204	Other liabilities	26	50
Dividend receivable	135	-			
Other assets	39	44			
	839	950		4,594	4,118
			Net liabilities of corporate	(3,755)	(3,168)

### Coastal Company

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
Cash and cash equivalents	443	102	Bank loans	30	30
Restricted bank deposits	62	3	Other liabilities	424	470
Concession intangible assets	5,695	5,795			
Other assets	489	572			
	6,689	6,472		454	500
			Net assets of the Coastal Company	6,235	5,972

### The Group's share of JVs

#### GS JV (The Group's shared portion: 45%)

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
Cash and cash equivalents	835	349	Bank loans		
Concession intangible assets	2,580	2,682	- HKD	694	911
Other assets	629	400	- RMB	572	276
			Other loan	13	12
			Other liabilities	897	685
	4,044	3,431		2,176	1,884
			Net assets of GS JV	1,868	1,547

**GZ West JV (The Group's shared portion: 50%)**

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
Cash and cash equivalents	221	229	Bank loans	1,763	1,956
Concession intangible assets	4,693	4,911	Other liabilities	421	434
Other assets	146	169			
	5,060	5,309		2,184	2,390
			Net assets of GZ West JV	2,876	2,919

**Xintang JV (The Group's shared portion: 15%)**

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
Cash and cash equivalents	72	30	Bank loan	244	296
Inventories	676	775	Other liabilities	133	145
Other assets	44	69			
	792	874		377	441
			Net assets of Xintang JV	415	433

	31 December 2024	31 December 2023		31 December 2024	31 December 2023
	RMB million	RMB million		RMB million	RMB million
			Total liabilities	9,785	9,333
			Equity attributable to equity shareholders of the Company	4,550	4,751
			Non-controlling interests	3,089	2,952
Total Assets	17,424	17,036	Total Shareholder's Equity and Liabilities	17,424	17,036
			Total net assets	7,639	7,703

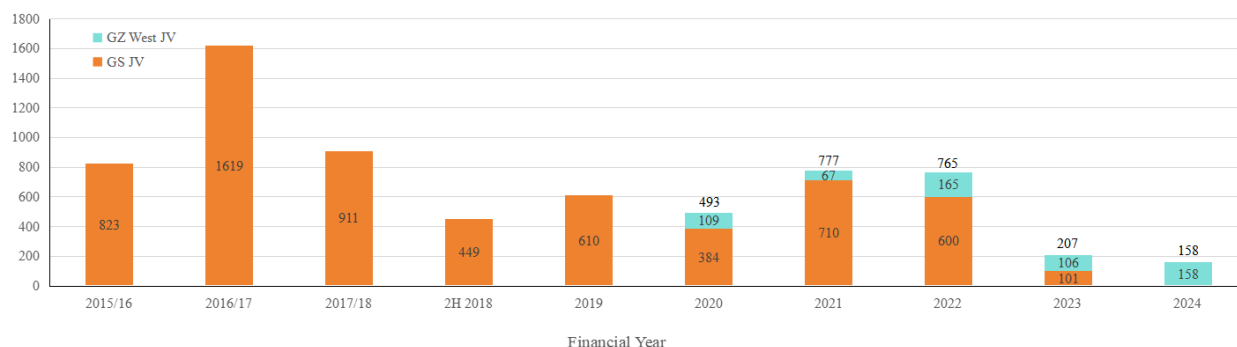
	31 December 2024 RMB million	31 December 2023 RMB million
Total liabilities	5,163	4,710
Net debt <sup>Note</sup>	3,362	3,021
Total assets	12,802	12,413
Equity attributable to equity shareholders of the Company	4,550	4,751
Debt to asset ratio (Total liabilities / Total assets)	40%	38%
Gearing ratio (Net debt / Equity attributable to equity shareholders of the Company)	74%	64%

*Note: Net debt is defined as total bank loans less total cash and cash equivalents, restricted bank deposits, structured deposits and time deposit.*

## Liquidity and Financial Resources

### *Cash Dividends (Net of Tax) from JVs to the Group*

RMB million



In December 2024, the GS JV announced that it would distribute profits for previous year. The Group has received cash dividend (after deducting withholding tax) of approximately RMB128 million in January 2025.

### ***Bank and Other Borrowings***

As at 31 December 2024, the Group (including the Coastal Company) had HK Dollar bank loan of equivalent to approximately RMB2,094 million and RMB bank loan of approximately RMB2,438 million, together with the bank and other borrowings of the JVs shared by the Group amounted to approximately RMB3,286 million (including HK Dollar bank loan of equivalent to approximately RMB694 million, RMB bank loan of approximately RMB2,579 million and other loans of approximately RMB13 million), totalling approximately RMB7,818 million (31 December 2023: approximately RMB7,484 million) with the following profile:

- (a) 99.8% (31 December 2023: 99.8%) consisted of bank loans and 0.2% (31 December 2023: 0.2%) of other loan; and
- (b) 64.3% (31 December 2023: 59.7%) was denominated in RMB and 35.7% (31 December 2023: 40.3%) was denominated in HK Dollar.

### ***Debt Maturity Profile***

As at 31 December 2024, the maturity profile of the bank and other borrowings of the Group (including the corporate and the Coastal Company) and the Group's share of JVs were shown below, together with the corresponding comparatives as at 31 December 2023:

#### ***Corporate***

	31 December 2024		31 December 2023	
	RMB million	%	RMB million	%
Repayable within 1 year	3,102	69%	1,818	45%
Repayable between 1 and 5 years	1,400	31%	1,684	42%
Repayable beyond 5 years	-	-	500	13%
	4,502	100%	4,002	100%

#### ***Coastal Company***

	31 December 2024		31 December 2023	
	RMB million	%	RMB million	%
Repayable within 1 year	2	6%	-	-
Repayable between 1 and 5 years	8	27%	8	28%
Repayable beyond 5 years	20	67%	22	72%
	30	100%	30	100%

#### ***The Group's share of JVs***

	31 December 2024		31 December 2023	
	RMB million	%	RMB million	%
Repayable within 1 year	636	19%	598	17%
Repayable between 1 and 5 years	1,896	58%	2,122	62%
Repayable beyond 5 years	754	23%	732	21%
	3,286	100%	3,452	100%

### ***Interest Rate and Exchange Rate Exposure***

The Group closely monitors its exposure to interest rates and foreign currency exchange rates. At present, the Group and JVs have not employed any financial derivative instruments to hedge their exposure to interest rates or foreign currency exchange rates.

### ***Treasury Policies***

The Group continues to adopt proactive but prudent treasury policies in its financial and funding management and closely monitors its liquidity, financial resources, interest rate and exchange rate movements, with a view to minimising its funding costs and enhancing return on its financial assets. The reasonable and efficient use of temporary idle funds will enhance the overall capital gain of the Group, which is consistent with the core objectives of the Group to ensure capital safety and liquidity, for example, the impact of risk factors on the expected rate of return of structured deposits with guaranteed principal is low, but the Group could get a higher return as compared with fixed term deposits in commercial banks in the PRC. As at 31 December 2024, 98% of the Group's bank balances and cash (including structured deposits) were denominated in RMB and the remaining 2% were denominated in HK Dollar. The overall treasury yield on bank deposits (including structured deposits) of the Group was 2.24% during the year whereas 2.20% during 2023.

### ***Guarantee***

As at 31 December 2024, the available banking facilities of the Group amounting to approximately RMB9,628 million (31 December 2023: approximately RMB7,232 million), in which the available banking facilities of the Company's subsidiaries amounting to approximately RMB4,928 million (31 December 2023: approximately RMB4,832 million), were guaranteed by the Company. The Company is able to control the utilisation of the facilities.

### ***Contingent Liability***

The Group had no material contingent liability as at 31 December 2024.

### ***Material Acquisition or Disposal***

The Company's subsidiaries and joint ventures did not make any material acquisitions or disposals for the year ended 31 December 2024.

### ***Events After the Reporting Period***

Save as (i) the announcement of the Company dated 17 January 2025 in relation to the discloseable and major transactions in respect of the Structural Steel Fabrication Agreements (G1 and G2 Bid Sections); (ii) the announcement of the Company dated 23 January 2025 in relation to the continuing connected transaction in respect of the 2025 Coastal Expressway (Shenzhen Section) Maintenance Services Agreement; and (iii) the announcement of the Company dated 24 January 2025 in relation to the connected and major transaction in respect of the Capital Contribution to GSZ Company, there were no other significant events after the end of the reporting period and up to the approval date of this announcement.



## **OTHER INFORMATION**

### ***Review of Annual Results***

The Audit Committee had reviewed with the management of the Company the accounting principles and practices adopted by the Group and discussed the financial reporting matters, including the Group's annual results for the year ended 31 December 2024.

### ***Scope of Work of the Company's auditor in respect of the Preliminary Announcement***

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2024 as set out in the preliminary announcement have been agreed by the Company's auditor, KPMG, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by KPMG in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by KPMG on the preliminary announcement.

### ***Employees and Remuneration Policies***

As at 31 December 2024, the Group (excluding JV companies) had 605 employees (including 539 employees from the Coastal Company). The Group provides competitive remuneration for its employees with reference to the prevailing market remuneration level and the performance of the employees. Discretionary bonuses will be granted to employees based on their individual performance and the Group's business performance. In addition, the Group also provides employees with staff benefits such as retirement contribution scheme, medical insurance, provident fund contributions and labour union benefits.

Besides offering competitive remuneration packages, the Group is committed to promoting family-friendly employment policies and practises. The Group also invests in human resources development. During the year, the Group implemented the "Orientation Course Plan (引路人授課計劃)" and "Party Building Leads 1+3+X Campaign (黨建引領 "1+3+X"攻堅行動)". Through the provision of relevant mechanism and system construction and internal and external training to enhance the productivity of employees and to fill the skill gap shown in their performance appraisal, employees are helped for career development and are provided with preparation for future positions, thereby promoting the successful development of the Group's business. Besides formal training programmes, the Group also provides comprehensive and relevant opportunities of training and further study to employees such as on-the-job training and the educational subsidies.

### ***Purchase, Sale or Redemption of Securities***

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2024.

### ***Corporate Governance Practices***

The Company is committed to the principles of corporate governance and corporate responsibility consistent with prudent management. It is the belief of the Board that such commitment will in the long term serve to enhance Shareholders' value. The Board has set up procedures on corporate governance that comply with the requirements of the CG Code.

During the year under review, the Company complied with all the code provisions as set out in the CG Code, except for the following:

In respect of Code Provision F.2.2 under the CG Code, Mr. Xiangwen LIAO\*, the chairman of the Board, did not attend the 2024 Annual General Meeting due to other business commitment. Mr. Jianming WU\*, the Executive Director and Executive General Manager of the Company took the chair of the 2024 Annual General Meeting according to the Company's articles of association. In order to ensure effective communication with shareholders, the chairmen of the Audit Committee and the Remuneration Committee, most of the other members of the Board and Board committees and the external auditors were present at the 2024 Annual General Meeting to answer Shareholders' questions.

### ***Model Code for Securities Transactions***

The Company has adopted the Model Code as its model code for securities transactions by the Directors' and employees' share dealing rules (the "Share Dealing Rules") on terms no less exacting than those set out in the Model Code for the relevant employees who are or may be in possession of inside information. Having made specific enquiry with Directors and the relevant employees, all of them have confirmed that they have fully complied with the Model Code and the Share Dealing Rules respectively throughout 2024.

On behalf of the Board  
**Xiangwen LIAO\***  
*Chairman*

Hong Kong, 20 March 2025

*\*For identification purpose only*

CONSOLIDATED STATEMENT OF PROFIT OR LOSS  
FOR THE YEAR ENDED 31 DECEMBER 2024

(Expressed in RMB)

	Notes	2024 RMB'000	2023 RMB'000
Revenue	5	879,489	944,777
Cost of sales		<u>(534,508)</u>	<u>(643,957)</u>
<b>Gross profit</b>		<u>344,981</u>	<u>300,820</u>
Other income	6	29,880	37,825
Other net loss		(11,419)	(15,260)
Administrative expenses		(57,767)	(72,487)
Finance costs	7(b)	(175,019)	(171,923)
Share of results of joint ventures	12	<u>585,260</u>	<u>691,297</u>
<b>Profit before tax</b>	7	715,916	770,272
Income tax	8	<u>(118,057)</u>	<u>(132,043)</u>
<b>Profit for the year</b>		<u>597,859</u>	<u>638,229</u>
<b>Attributable to:</b>			
Equity shareholders of the Company		460,915	528,483
Non-controlling interests		<u>136,944</u>	<u>109,746</u>
<b>Profit for the year</b>		<u>597,859</u>	<u>638,229</u>
<b>Earnings per share</b>	9		
Basic		<u>RMB14.96 cents</u>	<u>RMB17.15 cents</u>

CONSOLIDATED STATEMENT OF PROFIT OR LOSS  
AND OTHER COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2024

(Expressed in RMB)

	2024 RMB'000	2023 RMB'000
<b>Profit for the year</b>	<u>597,859</u>	<u>638,229</u>
<b>Other comprehensive income for the year (after tax):</b>		
Item that will not be reclassified to profit or loss:		
Fair value gain/(loss) on investment in equity instrument at fair value through other comprehensive income("FVOCI"), net of tax	2,348	(1,371)
Item that may be reclassified subsequently to profit or loss:		
Exchange loss arising on translation of non-Chinese mainland operations	<u>(67,791)</u>	<u>(40,771)</u>
<b>Other comprehensive income for the year</b>	<u>(65,443)</u>	<u>(42,142)</u>
<b>Total comprehensive income for the year</b>	<u>532,416</u>	<u>596,087</u>
<b>Attributable to:</b>		
Equity shareholders of the Company	395,472	486,341
Non-controlling interests	<u>136,944</u>	<u>109,746</u>
<b>Total comprehensive income for the year</b>	<u>532,416</u>	<u>596,087</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AT 31 DECEMBER 2024

(Expressed in RMB)

	Notes	2024 RMB'000	2023 RMB'000
<b>Non-current assets</b>			
Property, plant and equipment		254,585	271,599
Right-of-use assets		4,726	12,984
Construction in progress		14,199	23,987
Concession intangible assets	11	5,694,782	5,795,148
Other intangible assets		20,213	2,545
Interests in joint ventures	12	5,274,669	4,990,898
Equity instrument at FVOCI		21,086	18,477
Deferred tax assets		54,448	116,979
Other non-current assets		3,169	-
		<u>11,341,877</u>	<u>11,232,617</u>
<b>Current assets</b>			
Inventories		228	212
Trade and other receivables	13	290,253	168,538
Structured deposits		-	320,372
Time deposits		374,276	204,393
Restricted bank deposits		62,415	3,434
Cash and cash equivalents		733,286	483,617
		<u>1,460,458</u>	<u>1,180,566</u>
Total assets		<u>12,802,335</u>	<u>12,413,183</u>
<b>Non-current liabilities</b>			
Lease liabilities		79	4,682
Bank loans		1,427,900	2,214,075
Deferred tax liabilities		180,626	158,537
		<u>1,608,605</u>	<u>2,377,294</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AT 31 DECEMBER 2024 (CONTINUED)

(Expressed in RMB)

	Notes	2024 RMB'000	2023 RMB'000
<b>Current liabilities</b>			
Trade and other payables	14	421,943	505,933
Lease liabilities		5,037	9,081
Bank loans		3,104,230	1,817,816
Tax payables		<u>23,352</u>	<u>-</u>
		<u>3,554,562</u>	<u>2,332,830</u>
<b>Total liabilities</b>		<u>5,163,167</u>	<u>4,710,124</u>
<b>Capital and reserves</b>			
Share capital		270,603	270,603
Reserves		<u>4,279,776</u>	<u>4,480,611</u>
<b>Total equity attributable to equity shareholders of the Company</b>		4,550,379	4,751,214
<b>Non-controlling interests</b>		<u>3,088,789</u>	<u>2,951,845</u>
<b>Total equity</b>		<u>7,639,168</u>	<u>7,703,059</u>
<b>Total equity and liabilities</b>		<u>12,802,335</u>	<u>12,413,183</u>

## Notes

*(Expressed in RMB unless otherwise indicated)*

### 1 General Information

Shenzhen Investment Holdings Bay Area Development Company Limited (the “Company”) is an exempted company with limited liability incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). As at 31 December 2024, the Company’s immediate holding company and ultimate holding company are Shenzhen Investment International Capital Holdings Infrastructure Co., Ltd. (深圳投控國際資本控股基建有限公司)(“SIICHIC”), a company incorporated in the British Virgin Islands with limited liability, and Shenzhen Investment Holdings Co., Ltd. (深圳市投資控股有限公司) (“SIHC”), a company established in the People’s Republic of China (“PRC”) with limited liability, respectively.

### 2 Basis of preparation of the consolidated financial statements

These consolidated financial statements have been prepared in accordance with all applicable International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”) and Interpretations (hereinafter collectively referred to as the “IFRS Accounting Standards”) issued by the International Accounting Standards Board (“IASB”) and the disclosure requirements of the Hong Kong Companies Ordinance. These consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange.

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Company’s functional currency and presentation currency are Renminbi (“RMB”).

### 3 Application of the new and amended IFRS Accounting Standards

#### *New and amended IFRS Accounting Standards adopted during the year*

The Group has applied the following new and amended IFRS Accounting Standards issued by the IASB to these financial statements for the current accounting period:

- Amendments to IAS 1, *Presentation of financial statements – Classification of liabilities as current or non-current* (“2020 amendments”)
- Amendments to IAS 1, *Presentation of financial statements – Non-current liabilities with covenants* (“2022 amendments”)
- Amendments to IFRS 16, *Leases – Lease liability in a sale and leaseback*
- Amendments to IAS 7, *Statement of cash flows* and IFRS 7, *Financial instruments: Disclosures – Supplier finance arrangements*

The new and amended IFRS Accounting Standards applied for the year has had no material impact on the Group’s consolidated financial statements for the current and prior periods.

### 3 Application of the new and amended IFRS Accounting Standards (continued)

#### *Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 December 2024*

Up to the date of issue of these financial statements, the IASB has issued a number of new or amended standards, which are not yet effective for the year ended 31 December 2024 and which have not been adopted in these financial statements. These developments include the following which may be relevant to the Group.

	<i>Effective for accounting periods beginning on or after</i>
Amendments to IAS 21, The effects of changes in foreign exchange rates – Lack of exchangeability	1 January 2025
Amendments to IFRS 9, Financial instruments and IFRS 7, Financial instruments: disclosures – Amendments to the classification and measurement of financial instruments	1 January 2026
Annual improvements to IFRS Accounting Standards – Volume 11	1 January 2026
IFRS 18, Presentation and disclosure in financial statements	1 January 2027
IFRS 19, Subsidiaries without public accountability: disclosures	1 January 2027

The Group is in the process of making an assessment of what the impact of these amendments and new standards is expected to be in the period of initial application. So far, the Group has concluded that the adoption of them will have no significant impact on these consolidated financial statements.

### 4 Segment information

The Group's reportable and operating segments are determined based on information reported to the chief operating decision maker ("CODM") for the purpose of resource allocation and performance assessment.

Information reported to the CODM, including segment revenue, the Group's share of joint ventures' earnings before interest, tax, depreciation and amortisation and net exchange gain/loss ("EBITDA"), the Group's share of joint ventures' depreciation and amortisation including amortisation of additional cost of investments in joint ventures ("Depreciation and Amortisation"), the Group's share of joint ventures' interest and tax excluding tax on exchange gain/loss and including withholding tax on earnings distributed by joint ventures ("Interest and Tax"), and segment results. The CODM is more specifically focused on individual toll expressway projects and land development and utilisation project jointly operated and managed by the Group and the relevant joint venture partners. After the acquisition of the Coastal Company in 2022, the Group also operates and manages the toll expressway project individually. Accordingly, the Group's reporting and operating segments under IFRS 8 "Operating Segments" are therefore as follows:

- Coastal Expressway (Shenzhen Section) ("Coastal Expressway")
- GS Superhighway
- GZ West Superhighway
- Xintang interchange



#### 4 Segment information (continued)

Information regarding the above segments is reported below:

##### *Segment revenue and results*

	2024					2023				
	Segment revenue RMB'000	EBITDA RMB'000	Depreciation and Amortisation RMB'000	Interest and Tax RMB'000	Segment results RMB'000	Segment revenue RMB'000	EBITDA RMB'000	Depreciation and Amortisation RMB'000	Interest and Tax RMB'000	Segment results RMB'000
Toll expressway projects										
<b>Subsidiary</b>										
- Coastal Expressway	736,287	619,765	(268,925)	(88,513)	262,327	629,309	530,310	(227,200)	(97,897)	205,213
<b>Joint ventures</b>										
- GS Superhighway	1,298,335	1,202,319	(464,979)	(270,885)	466,455	1,301,491	1,338,774	(536,077)	(307,447)	495,250
- GZ West Superhighway	634,339	510,250	(279,933)	(112,681)	117,636	651,934	524,868	(268,854)	(126,060)	129,954
	<u>2,668,961</u>	<u>2,332,334</u>	<u>(1,013,837)</u>	<u>(472,079)</u>	<u>846,418</u>	<u>2,582,734</u>	<u>2,393,952</u>	<u>(1,032,131)</u>	<u>(531,404)</u>	<u>830,417</u>
Land development and utilisation project										
<b>Joint venture</b>										
- Xintang Interchange	140,793	(16,371)	(776)	77	(17,070)	369,096	61,022	(143)	(18,960)	41,919
<b>Total</b>	<u>2,809,754</u>	<u>2,315,963</u>	<u>(1,014,613)</u>	<u>(472,002)</u>	<u>829,348</u>	<u>2,951,830</u>	<u>2,454,974</u>	<u>(1,032,274)</u>	<u>(550,364)</u>	<u>872,336</u>
Corporate interest income from bank deposits					13,049					10,092
Corporate investment income from structured deposits					3,521					6,864
Corporate interest income from loans made by the Group to a joint venture					-					3,818
Other income and other gain					7,421					14,984
Corporate administrative expenses, depreciation and amortisation					(57,765)					(78,820)
Corporate finance costs					(174,269)					(168,067)
Corporate income tax					3,594					(846)
Net exchange loss (net of related income tax) (note)					(27,040)					(22,132)
<b>Profit for the year</b>					597,859					638,229
<b>Profit for the year attributable to non-controlling interests</b>					(136,944)					(109,746)
<b>Profit for the year attributable to equity shareholders of the Company</b>					<u>460,915</u>					<u>528,483</u>

Note: Net exchange loss (net of related income tax) is composed of the Group's share of exchange loss (net of related income tax) of a joint venture of RMB15,648,000 (2023: RMB12,981,000) and the net exchange loss of the Group of RMB11,392,000 (2023: RMB9,151,000).

#### 4 Segment information (continued)

##### *Segment revenue and results (continued)*

The segment revenue includes the Group's toll revenue from the operation of Coastal Expressway and the Group's share of joint ventures' toll revenue from the operations of toll expressways in the Chinese Mainland and revenue from sales of properties from land development and utilisation project in the Chinese Mainland based on the profit-sharing ratios specified in the relevant joint venture agreements, but excludes construction revenue. All of the segment revenue reported above is earned from external customers.

The reconciliation between the total revenue of reportable segment and the revenue of the Group is as follows:

	2024 RMB'000	2023 RMB'000
Total reportable segment revenue	2,809,754	2,951,830
Exclusion of joint ventures' revenue	(2,073,467)	(2,322,521)
Construction revenue	<u>143,202</u>	<u>315,468</u>
The Group's revenue	<u>879,489</u>	<u>944,777</u>

The segment results represent (i) the Group's results from the operation of Coastal Expressway; (ii) the Group's share of joint ventures' results from the operations of toll expressways and land development and utilisation project in Chinese Mainland before net exchange gain/loss (net of related income tax) respectively based on the profit-sharing ratios or shareholding percentage specified in the relevant joint venture agreements; (iii) net of the withholding tax attributed to the dividend received from the joint ventures and deferred tax expenses recognised in respect of the undistributed earnings of the joint ventures; and (iv) amortisation of additional cost of investments in joint ventures. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

##### *Geographical information*

The main operations of the Group and its joint ventures are located in Chinese Mainland. All of the Group and its joint ventures' revenue from external customers was generated from the services provided in Chinese Mainland. The non-current assets amounting to RMB5,346,000 (2023: RMB8,680,000) are located in Hong Kong and the remaining balances are located in Chinese Mainland.

##### *Segment assets and liabilities*

Segment assets and liabilities are not disclosed as they are not regularly provided to the CODM for the purpose of resource allocation and performance assessment.

##### *Information about major customers*

No individual customer of the Group had contributed sales of over 10% of the total revenue of the Group for both years.

## 5 Revenue

	2024 RMB'000	2023 RMB'000
Toll revenue	736,287	629,309
Construction revenue	<u>143,202</u>	<u>315,468</u>
	<u>879,489</u>	<u>944,777</u>

## 6 Other income

	2024 RMB'000	2023 RMB'000
Interest income on:		
- Bank deposits	14,590	11,330
- Amount due from a joint venture	-	3,818
Investment income from structured deposits	3,521	6,864
Government grants	26	200
Dividend income from equity instrument at FVOCI	528	920
Other services income	8,027	13,848
Others	<u>3,188</u>	<u>845</u>
	<u>29,880</u>	<u>37,825</u>

## 7 Profit before tax

Profit before tax is arrived at after charging/(crediting):

	2024 RMB'000	2023 RMB'000
<b>(a) Staff costs</b>		
Staff costs (including directors' emoluments and other staff costs)	83,432	88,552
	2024 RMB'000	2023 RMB'000
<b>(b) Finance costs</b>		
Interest on bank loans	174,563	167,289
Interest arising from capital reduction to Shenzhen Expressway	-	3,856
Interest on lease liabilities	456	778
	175,019	171,923
	2024 RMB'000	2023 RMB'000
<b>(c) Other items</b>		
Auditor's remuneration	1,380	1,330
Depreciation of right-of-use assets	8,959	8,636
Depreciation of property, plant and equipment	21,732	22,479
Amortisation of concession intangible assets	243,568	205,524
Amortisation of other intangible assets	5,375	1,009
Gain on disposal of property, plant and equipment	(16)	-
Short-term lease expense	1,190	956
Net exchange loss	11,392	9,151

## 8 Income tax

Taxation in the consolidated statement of profit or loss represents:

	2024 RMB'000	2023 RMB'000
Current tax		
- Corporate Income Tax	25,374	1,701
- Withholding tax	8,324	11,081
Deferred tax	<u>84,359</u>	<u>119,261</u>
	<u>118,057</u>	<u>132,043</u>

No provision for Hong Kong Profits Tax has been made as there was no assessable profit derived from or arising in Hong Kong for both years.

The current tax of the Group made amount of withholding tax of RMB8,324,000 (2023: RMB11,081,000) imposed on dividends actually paid during the year deducted by joint ventures of the Group of which the corresponding amount had already been recognised as deferred tax liabilities in prior years in respect of undistributed earnings of a joint venture. The applicable withholding tax rate of the Group is 5%.

The reconciliation between income tax expense for the year and profit before tax in consolidated statement of profit or loss is set out below:

	2024 RMB'000	2023 RMB'000
Profit before tax	<u>715,916</u>	<u>770,272</u>
Tax calculated at PRC statutory income tax rate of 25% (2023:25%)	178,979	192,568
Effect of different tax rates on income tax expense	(25,226)	(20,740)
Tax effect of income not taxable for tax purposes	(34)	(268)
Tax effect of non-deductible expenses	14,051	18,178
Tax effect of share of results of joint ventures	(146,315)	(172,824)
Tax effect of tax losses	66,450	78,767
Withholding tax	<u>30,152</u>	<u>36,362</u>
Income tax expense	<u>118,057</u>	<u>132,043</u>

## 9 Earnings per share

The calculation of basic earnings per share attributable to ordinary shareholders of the Company is based on the following data:

	2024 RMB'000	2023 RMB'000
Earnings for the purposes of basic earnings per share	<u>460,915</u>	<u>528,483</u>
	2024	2023
Number of ordinary shares for the purpose of basic earnings per share	<u>3,081,690,283</u>	<u>3,081,690,283</u>

There was no potential dilutive ordinary shares in issue during both years and therefore no diluted earnings per share were presented.

## 10 Dividends

- (i) Dividends recognised as a distribution during the year:

	2024 RMB'000	2023 RMB'000
Final dividend for the year ended 31 December 2023 paid of RMB11.55 cents (equivalent to HK12.724173 cents) (2023: for the year ended 31 December 2022 paid of RMB3.25 cents (equivalent to HK3.688685 cents)) per share	355,935	100,155
Interim dividend for the year ended 31 December 2024 paid of RMB7.80 cents (equivalent to HK8.522358 cents) (2023: for the year ended 31 December 2023 paid of RMB5.55 cents (equivalent to HK6.043062 cents)) per share	<u>240,372</u>	<u>171,034</u>
	<u>596,307</u>	<u>271,189</u>

- (ii) Proposed dividends:

	2024 RMB'000	2023 RMB'000
Final dividend for the year ended 31 December 2024 proposed of RMB7.15 cents (equivalent to HK7.74202 cents) (2023: for the year ended 31 December 2023 proposed of RMB11.55 cents (equivalent to HK12.724173 cents)) per share	<u>220,341</u>	<u>355,935</u>

The final dividend proposed after the end of the reporting period has not been recognised as a liability at the end of the reporting period.

## 11 Concession intangible assets

	RMB'000
<b>Cost</b>	
As at 1 January 2023	9,617,461
Additions	<u>325,615</u>
As at 31 December 2023	<u>9,943,076</u>
As at 1 January 2024	9,943,076
Additions	<u>143,202</u>
As at 31 December 2024	<u>10,086,278</u>
<b>Accumulated amortisation and impairment losses</b>	
As at 1 January 2023	3,942,404
Charge for the year	<u>205,524</u>
As at 31 December 2023	<u>4,147,928</u>
As at 1 January 2024	4,147,928
Charge for the year	<u>243,568</u>
As at 31 December 2024	<u>4,391,496</u>
<b>Carrying amounts</b>	
As at 31 December 2024	<u><u>5,694,782</u></u>
As at 31 December 2023	<u><u>5,795,148</u></u>

As at 31 December 2024 and 2023, the concession intangible assets of Coastal Expressway are pledged to a bank to secure the bank facilities granted to Coastal Expressway.

Concession intangible assets represent the rights to operate Coastal Expressway granted by the relevant local government authorities in the PRC to the Coastal Company.

The period of rights to operate the toll is up to year 2038. According to the relevant governments' approval documents and the relevant regulations, the Coastal Company is responsible for the construction of the toll roads and the acquisition of the related facilities and equipment. The Coastal Company is also responsible for the operations and management, maintenance and overhaul of the toll roads during the approved operating period. The toll fees collected and collectible during the operating period are attributable to the Coastal Company. The relevant toll roads assets are required to be returned to the local government authorities when the operating rights period expires without any consideration payable to the Coastal Company. According to the relevant regulations, the operating right is generally not renewable and the Coastal Company does not have any termination options.

## 11 Concession intangible assets (continued)

The Coastal Company has set policies to execute internal review on the total projected traffic volume during the operating period of the concessions annually. The Coastal Company also appoints an independent professional traffic consultant to perform independent professional traffic studies every 3 to 5 years, or when material differences between actual traffic volume and projected traffic volume exist and then adjust the amortisation based on unit usage according to the revised total projected traffic volume, to ensure that the respective concession intangible assets would be fully amortised in the operating period.

Carrying amounts of concession intangible assets as at 31 December 2024 and 2023 are net of impairment loss of RMB2,638,235,000 recognised in 2017.

## 12 Interests in joint ventures

	2024 RMB'000	2023 RMB'000
At 1 January	4,990,898	4,519,423
Share of results of joint ventures	585,260	691,297
Share of dividends distributed by joint ventures	(301,489)	(219,822)
At 31 December	<u>5,274,669</u>	<u>4,990,898</u>

## 13 Trade and other receivables

The following is the ageing analysis of trade receivables presented based on the revenue recognition date:

	2024 RMB'000	2023 RMB'000
0 - 60 days	28,342	31,808
61 - 90 days	15,787	11,195
91 - 180 days	49,082	34,693
181 - 365 days	<u>51,347</u>	<u>64,237</u>
	<u>144,558</u>	<u>141,933</u>

## 14 Trade and other payables

The following is the ageing analysis of trade payables presented based on the recognition dates:

	2024 RMB'000	2023 RMB'000
Within 1 year	32,534	46,344
Over 1 year	<u>170,853</u>	<u>153,330</u>
	<u>203,387</u>	<u>199,674</u>



## GLOSSARY

“2015/16”	the year ended 30 June 2016
“2016/17”	the year ended 30 June 2017
“2017/18”	the year ended 30 June 2018
“2H 2018”	the six months ended 31 December 2018
“2019”	the year ended 31 December 2019
“2020”	the year ended 31 December 2020
“2021”	the year ended 31 December 2021
“2022”	the year ended 31 December 2022
“2023”	the year ended 31 December 2023
“2024”	the year ended 31 December 2024
“2024 Annual General Meeting”	the annual general meeting convened on 21 May 2024 by the Company
“2025 Annual General Meeting”	the annual general meeting to be held on 21 May 2025 by the Company
“2025 Coastal Expressway (Shenzhen Section) Maintenance Services Agreement”	the agreement dated 23 January 2025 entered into between the Coastal Company and Shenzhen Expressway Engineering Development Limited* (深圳高速工程發展有限公司) in relation to the provision of daily maintenance, electrical maintenance and towing services for the Coastal Expressway (Shenzhen Section) in 2025, as disclosed in the Company’s announcement dated 23 January 2025
“Audit Committee”	the audit committee of the Company
“Attached Buildings”	buildings constructed on the Resumed Land with an aggregated gross floor area of 13,785.70 square metres, as disclosed in the Company’s announcement dated 30 September 2022
“Beijing-Hong Kong-Macao Expressway (Guangzhou to Shenzhen Section) Reconstruction and Expansion Project”	the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang’an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Guangzhou Huocun section of the Guangzhou-Foshan Expressway* (京港澳高速公路廣州火村至東莞長安段及廣佛高速公路廣州黃村至火村段) and the reconstruction and expansion project for the Shenzhen section of the Beijing-Hong Kong-Macao Expressway
“Board”	the board of Directors
“Capital Contribution”	Hopewell China Development and Guangdong Highway Construction agreed to contribute, by way of registered capital, RMB3,285 million and RMB4,015 million, respectively, to GSZ Company under the Capital Increase Agreement
“Capital Increase Agreement”	the capital increase agreement regarding the Capital Contribution to GSZ Company entered into between Hopewell China Development and Guangdong Highway Construction on 24 January 2025
“CG Code”	Corporate Governance Code contained in Appendix C1 to the Listing Rules
“Chinese Mainland”	the PRC, excluding Hong Kong and Macao

“Coastal Company”	Shenzhen Guangshen Coastal Expressway Investment Company Limited* (深圳市廣深沿江高速公路投資有限公司), a company incorporated in the PRC with limited liability, the equity interest of which is currently held as to 51% and 49% by the Company and Shenzhen Expressway respectively
“Coastal Expressway (Shenzhen Section)”	the Shenzhen section of Guangshen Coastal Expressway, which comprises of Coastal Phase I and Coastal Phase II
“Coastal Phase I”	Phase I of Coastal Expressway (Shenzhen Section), on the main line of Coastal Expressway (Shenzhen Section), the toll mileage is approximately 30.9 km and was opened to traffic on 28 December 2013
“Coastal Phase II”	Phase II of Coastal Expressway (Shenzhen Section) which includes two parts, being the construction of the interchange of the International Convention and Exhibition Center which was completed and opened to traffic in 2019 and the construction of the connection lane on the Shenzhen side of Shenzhen-Zhongshan Channel which has total length of approximately 5.7 km and was opened to traffic on 30 June 2024
“Company”	Shenzhen Investment Holdings Bay Area Development Company Limited (深圳投控灣區發展有限公司), a subsidiary of Shenzhen Expressway held as approximately 71.83% and a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange (stock codes: 00737 (HKD Counter) and 80737 (RMB Counter))
“Compensation Agreement”	The Compensation Agreement for Resumption of State owned Land Use Rights* (收回國有土地使用權補償合同) entered into among Land Reserve Centre, GS JV and the Representatives on 30 September 2022 in relation to the Land Resumption, as disclosed in the Company’s announcement dated 30 September 2022
“Director(s)”	director(s) of the Company
“EBITDA”	earnings before interest, tax, depreciation and amortisation (before net exchange gain/loss)
“EIT”	enterprise income tax
“GDP”	gross domestic product
“GPCG”	Guangdong Provincial Communication Group Company Limited* (廣東省交通集團有限公司) and its subsidiaries collectively (including Guangdong Highway Construction)
“Greater Bay Area”	Guangdong-Hong Kong-Macao Greater Bay Area, a national development strategy of the PRC
“Group”	the Company and its subsidiaries
“GS JV” or “GSZ Company”	Guangzhou-Shenzhen-Zhuhai Superhighway Company Limited, the joint venture established for the GS Superhighway
“GS Superhighway”	Guangzhou-Shenzhen Superhighway

“Guangdong Highway Construction”	Guangdong Provincial Highway Construction Company Limited* (廣東省公路建設有限公司), the PRC joint venture partner of GS Superhighway JV and a company established in the PRC with limited liability and a non wholly-owned subsidiary of Guangdong Provincial Communication Group Company Limited* (廣東省交通集團有限公司), being a state-owned enterprise established in the PRC
“GZ West JV	Guangdong Guangzhou-Zhuhai West Superhighway Company Limited, the joint venture company established for the GZ West Superhighway
“GZ West Superhighway”	Guangzhou-Zhuhai West Superhighway, also known as the Western Delta Route
“HK\$”, “HKD” or “HK Dollar(s)” “Hopewell China Development”	Hong Kong Dollars, the lawful currency of Hong Kong Hopewell China Development (Superhighway) Limited (合和中國發展(高速公路)有限公司), a company established in Hong Kong with limited liability and an indirect non wholly-owned subsidiary of the Company
“Hong Kong” or “HKSAR”	the Hong Kong Special Administrative Region of the PRC
“HZM Bridge”	the Hong Kong-Zhuhai-Macao Bridge
“JV(s)”	joint venture(s)
“km”	kilometre(s)
“Land Reserve Centre”	Guangzhou Development District Land Development Reserve Exchange Centre* (廣州開發區土地開發儲備交易中心), a public institution in Guangzhou City, Guangdong Province, the PRC entrusted by Huangpu District Government to execute the Land Resumption, as disclosed in the Company’s announcement dated 30 September 2022
“Land Resumption”	the resumption of the land use rights of the Resumed Land and the Attached Buildings by Land Reserve Centre under the Compensation Agreement, as disclosed in the Company’s announcement dated 30 September 2022
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Macao” or “Macao SAR”	the Macao Special Administrative Region of the PRC
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules
“net toll revenue”	toll revenue after related tax
“PRC”	the People’s Republic of China
“PRD”	Pearl River Delta
“Project Land”	the land (plot number: 83101203A19206) located at the Xintang interchange on both sides of the GS Superhighway, as disclosed in the Company’s announcement dated 29 November 2019

“Remuneration Committee” “Representatives”	the remuneration committee of the Company Guangzhou Huangpu District People’s Government Yunpu Street Office* (廣州市黃埔區人民政府雲埔街 道辦事處) and Guangzhou Dongjin New District Development Co. Ltd.* (廣州東進新區開發有限公司), a limited company established in the PRC, as disclosed in the Company’s announcement dated 30 September 2022
“Resumed Land”	two land parcels located at the Luogang Interchange of Huangpu District of Guangzhou City, the PRC (i.e. in the Guangzhou section of the GS Superhighway) with an aggregated ascertained site area of 294,540.09 sq.m., as disclosed in the Company’s announcement dated 30 September 2022
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Shenwan Infrastructure”	Shenwan Bay Area Infrastructure (Shenzhen) Company Limited* (深灣基建(深圳)有限公司), a company established in the PRC with limited liability established by the Company for the purpose of investing into the Xintang JV
“Shenzhen Expressway”	Shenzhen Expressway Corporation Limited, a joint stock limited company incorporated in the PRC with limited liability, the H shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 00548) and the A shares of which are listed on the Shanghai Stock Exchange (Security Code: 600548)
“Shenzhen International”	Shenzhen International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 00152)
“SIHC”	Shenzhen Investment Holdings Co., Ltd* (深圳市投資 控股有限公司), incorporated in the PRC with limited liability, the ultimate controlling shareholder of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Structural Steel Fabrication Agreement (G1 Bid Section)”	the structural steel fabrication agreement (G1 Bid Section) under the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang’an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Huocun section of the Guangzhou-Foshan Expressway* (《京港澳高速 公路 廣州火村至東莞長安段及廣佛高速公路廣州黃村至火 村段改擴建項目鋼結構製造合同(第 G1 標段)》) dated 17 January 2025 and entered into between GSZ Company and Jiangsu Huning Steel Structure & Machinery Co., Ltd.* (江蘇滬寧鋼機股份有限公司), as disclosed in the Company’s announcement dated 17 January 2025

“Structural Steel Fabrication Agreement (G2 Bid Section)”	the structural steel fabrication agreement (G2 Bid Section) under the reconstruction and expansion project of the Guangzhou Huocun to Dongguan Chang’an section of the Beijing-Hong Kong-Macao Expressway and Guangzhou Huangcun to Huocun section of the Guangzhou-Foshan Expressway* (《京港澳高速 公路廣州火村至東莞長安段及廣佛高速公路廣州黃村至火村段改擴建項目鋼結構製造合同（第 G2 標段）》) dated 17 January 2025 and entered into between GSZ Company and China Railway Shanhaiguan Bridge Group Co., Ltd.* (中鐵山橋集團有限公司), as disclosed in the Company’s announcement dated 17 January 2025 and the circular dated 25 February 2025
“Structural Steel Fabrication Agreements (G1 and G2 Bid Sections)”	Structural Steel Fabrication Agreement (G1 Bid Section) and Structural Steel Fabrication Agreement (G2 Bid Section)
“Total Upper Limit”	The maximum total amount of contribution (whether by way of registered capital, shareholders’ loans, or in any other nature) by all shareholders to Xintang JV shall not exceed RMB6.8 billion
“US”	the United States of America
“USD” or “US Dollar(s)”	United States Dollars, the lawful currency of the US
“Xintang Interchange Project”	the land development and utilisation project of Xintang JV, mainly Grand Park City residential project
“Xintang JV”	Guangzhou Zhentong Development Company Limited* (廣州臻通實業發展有限公司), a joint venture established in the PRC for the development of the Project Land. Shenwan Infrastructure currently holds 15% of equity interest in the Xintang JV
“YoY”	year-on-year

*As at the date of this announcement, the Board comprises four Executive Directors namely, Mr. Xiangwen LIAO\* (Chairman), Mr. Jianming WU\* (Executive General Manager), Mr. Cheng WU\* (Deputy General Manager) and Mr. Ji LIU\* (Deputy General Manager and secretary to the Board); two Non-executive Directors namely, Ms. Siyan CHEN\* and Mr. Xuan WANG\*; and three Independent Non-executive Directors namely, Mr. Yu Lung CHING, Mr. Tony Chung Nin KAN and Mr. Peng XUE\**

*\* For identification purpose only*