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中國中鐵股份有限公司

**CHINA RAILWAY GROUP LIMITED**

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

**(Stock Code: 390)**

**POLL RESULTS OF  
2020 SECOND EXTRAORDINARY GENERAL MEETING HELD  
ON 30 OCTOBER 2020**

The board of directors (the “**Board**” or the “**Board of Directors**”) of China Railway Group Limited (the “**Company**”) is pleased to announce that the 2020 second extraordinary general meeting of the Company (the “**EGM**”) was held at the Conference Room, China Railway Square, No. 69 Fuxing Road, Haidian District, Beijing, PRC, at 9:00 a.m. on Friday, 30 October 2020 with a combination of on-site and online voting.

**I. CONVENING AND ATTENDANCE OF THE EGM**

As at the date of the EGM, the total number of issued shares of the Company was 24,570,929,283 shares (including 20,363,539,283 A shares and 4,207,390,000 H shares), which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the EGM. There were no restrictions on any shareholder casting votes on any of the proposed resolutions at the EGM. A total of 33 shareholders and authorised proxies holding an aggregate of 14,059,430,036 shares (including 12,647,348,461 A shares and 1,412,081,575 H shares), representing 57.219773% of the total issued share capital of the Company, were present at the EGM or participated the online voting. The EGM was chaired by Mr. ZHANG Zongyan, the Chairman of the Company. The holding of the EGM was in compliance with the requirements of the Company Law of the People’s Republic of China and the articles of association of the Company.

At the EGM, all the proposed resolutions set out in the notice of the EGM dated 9 October 2020 were voted on by poll via a combination of on-site and online voting.

## II. POLL RESULTS OF THE EGM

The poll results in respect of the resolutions proposed at the EGM are as follows:

Resolutions		Total number of votes (shares)		
		For	Against	Abstained
1	To consider and approve the proposal in relation to the initial public offering and listing of China Railway High-Speed Electrification Equipment Corporation Limited on the Science and Technology Innovation Board of the Shanghai Stock Exchange (“STAR Market”).	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
2	To consider and approve the proposal in relation to the “Preliminary Plan for the Spin-off and Listing on the STAR Market of China Railway High-Speed Electrification Equipment Corporation Limited, a Subsidiary of China Railway Group Limited (Revised Draft)”.	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
3	To consider and approve the proposal in relation to the spin-off and listing of a subsidiary in compliance with laws and regulations such as Certain Provisions on Pilot Domestic Listing of Spin-off Subsidiaries of Listed Companies.	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
4	To consider and approve the proposal in relation to the spin-off and listing of China Railway High-Speed Electrification Equipment Corporation Limited on the STAR Market which benefits the safeguarding of legal rights and interests of shareholders and creditors.	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
5	To consider and approve the proposal in relation to the ability to maintain independence and sustainable operation ability of the Company.	12,647,149,561 (A shares) 1,412,080,575 (H shares) (99.998578%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	0 (A shares) 0 (H shares) (0.000000%)
6	To consider and approve the proposal in relation to the corresponding standardized operation ability of China Railway High-Speed Electrification Equipment Corporation Limited.	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
7	To consider and approve the proposal in relation to the authorisation to the board of directors and its authorised persons to handle matters relating to the listing of China Railway High-Speed Electrification Equipment Corporation Limited on the STAR Market at their sole discretion.	12,647,125,561 (A shares) 1,370,856,295 (H shares) (99.705193%)	198,900 (A shares) 41,225,280 (H shares) (0.294636%)	24,000 (A shares) 0 (H shares) (0.000171%)

Resolutions		Total number of votes (shares)		
		For	Against	Abstained
	<b>Special resolutions</b>			
8	To consider and approve the proposal in relation to the analysis of the background, objective, commercial rationale, necessity and feasibility of the spin-off and listing of China Railway High-Speed Electrification Equipment Corporation Limited on the STAR Market.	12,647,121,961 (A shares) 1,412,080,575 (H shares) (99.998382%)	202,500 (A shares) 1,000 (H shares) (0.001447%)	24,000 (A shares) 0 (H shares) (0.000171%)
9	To consider and approve the proposal in relation to the explanations on the completeness and compliance of the statutory procedures undertaken and the validity of the documents submitted for the spin-off and listing of a subsidiary of the Company.	12,647,125,561 (A shares) 1,412,080,575 (H shares) (99.998407%)	198,900 (A shares) 1,000 (H shares) (0.001422%)	24,000 (A shares) 0 (H shares) (0.000171%)
10	To consider and approve the proposed amendments to the articles of association of the Company as set out in the appendix to the circular of the Company dated 9 October 2020.	12,647,111,261 (A shares) 1,412,080,575 (H shares) (99.998306%)	202,500 (A shares) 1,000 (H shares) (0.001447%)	34,700 (A shares) 0 (H shares) (0.000247%)

As more than two-thirds of the votes were cast in favour of resolutions 1 to 10, such resolutions were duly passed as special resolutions.

In compliance with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Company's H share registrar, Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking at the EGM.

### III. LAWYERS' CERTIFICATION

As certified and stated in the legal opinion issued by Jia Yuan Law Offices, the convening and procedures, the qualifications of the attendees and the convener and the voting process of the EGM conformed to the requirements of the law, administrative regulations and the articles of association of the Company. The voting results were lawful and valid.

By Order of the Board  
**China Railway Group Limited**  
**Zhang Zongyan**  
*Chairman*

Beijing, the PRC  
30 October 2020

*As at the date of this announcement, the executive directors of the Company are Zhang Zongyan (Chairman), CHEN Yun, WANG Shiqi and ZHANG Xian; the independent non-executive directors are GUO Peizhang, WEN Baoman, ZHENG Qingzhi and CHUNG Shui Ming Timpson.*