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# 中國鐵路通信信號股份有限公司

# China Railway Signal & Communication Corporation Limited\*

(A joint stock limited liability company incorporated in the People's Republic of China) (Stock Code: 3969)

## POLL RESULTS OF 2021 FIRST EXTRAORDINARY GENERAL MEETING

### APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE BOARD COMMITTEES

References are made to the notice and the circular ("**Circular**") of the 2021 first extraordinary general meeting (the "**EGM**") dated 10 February 2021 of China Railway Signal & Communication Corporation Limited\* (the "**Company**"). Unless the context otherwise requires, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **Convening and Attendance of the EGM**

The Company has held the EGM at 2:30 p.m. on Friday, 5 March 2021 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, the PRC. The voting of the EGM was conducted by means of on-site voting and online voting, and the voting procedures were in compliance with the relevant requirements of the Company Law of the PRC and the Articles of Association of China Railway Signal & Communication Corporation Limited.

The meeting was convened by the Board and chaired by Mr. ZHOU Zhiliang, the Chairman of the Board. Directors, some Supervisors and the Secretary to the Board of the Company attended the EGM, and other senior management were present at the EGM as non-voting delegates.

As at the date of the EGM, the Company's issued share capital comprised a total of 10,589,819,000 Shares (including 8,621,018,000 A Shares and 1,968,801,000 H Shares), which entitled the holders to attend the EGM and vote for or against or abstain from voting on the resolution proposed thereat. Shareholders and proxies of Shareholders attending the EGM held a total of 7,052,155,017 voting Shares (including 6,654,268,111 A Shares and 397,886,906 H Shares), representing approximately 66.593726% of the total number of the Company's issued voting Shares.

<sup>\*</sup> For identification purpose only

None of the Shareholders was required under the Listing Rules to abstain from voting on any of the resolutions. There were no Shares entitling the holders to attend the EGM but had to abstain from voting in favour of any of the resolutions as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has indicated in the Circular that they intended to vote against or to abstain from voting on any of the resolutions. All resolutions were put to vote by way of poll. The Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, served as the scrutineer for the vote-taking at the EGM. The Company's Shareholder representative, Supervisor and lawyer counted and scrutinized the poll pursuant to the Articles of Association.

### **Poll Results of the EGM**

The poll results in respect of the resolution proposed at the EGM were as follows:

Ordinary Resolution		Vote
1.	Resolution on the appointment of GUO Yonghong as a non- executive director of China Railway Signal & Communication Corporation Limited*	For the resolution is voted on by cumulative voting (number of votes) A total of one director to be elected
1.01	To appoint GUO Yonghong as a non-executive director of the third session of the Board of the Company	7,052,142,745 99.999826%

As more than half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution.

### **Attestation by Lawyers**

Zhong Lun Law Firm, the PRC legal adviser of the Company, considers that the convening and convening procedures of the EGM are in compliance with relevant requirements of the laws, administrative regulations and the Articles of Association; the qualifications of the attendees and the convener, the voting procedures and poll results of the meeting are legal and valid.

### **Appointment of Non-Executive Director and Members of the Board Committees**

Upon approval by the Shareholders at the EGM, the Board is pleased to announce that, with effect from 5 March 2021, Mr. GUO Yonghong is appointed as a non-executive Director of the third session of the Board of the Company, and is appointed as a member of the Audit and Risk Management Committee and a member of the Quality and Safety Committee under the Board.

Mr. GUO Yonghong will enter into a service contract of Director with the Company and will hold office until the expiration of the third session of the Board. During the tenure of office of Mr. GUO Yonghong as a non-executive Director of the Company, he will not receive remuneration from the Company.

The biographical details of Mr. GUO Yonghong and the details of other information in respect of his appointment were set out in the Circular. As of the date of this announcement, there has been no change in respect of the biographical details of Mr. GUO Yonghong or other information in respect of his appointment.

#### By order of the Board China Railway Signal & Communication Corporation Limited\* ZHOU Zhiliang Chairman

Beijing, the PRC 5 March 2021

As of the date of this announcement, the executive directors of the Company are Mr. ZHOU Zhiliang, Mr. XU Zongxiang and Mr. YANG Yongsheng, the non-executive director of the Company is Mr. GUO Yonghong and the independent non-executive directors of the Company are Mr. CHEN Jin'en, Mr. CHAN Ka Keung Peter and Mr. YAO Guiqing.

\* For identification purpose only