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中国通号

中國鐵路通信信號股份有限公司

China Railway Signal & Communication Corporation Limited*

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

(Stock Code: 3969)

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 first extraordinary general meeting (the “**EGM**”) of China Railway Signal & Communication Corporation Limited* (the “**Company**”) will be held at 9:30 a.m. on Friday, 25 February 2022 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, the People's Republic of China (the “**PRC**”) for the purpose of considering, and if thought fit, passing the following resolutions (with or without modifications).

Ordinary Resolutions

1. To consider and approve the appointment of the executive Directors and non-executive Director of the fourth session of the Board of Directors of the Company
 - 1.1 To appoint Mr. ZHOU Zhiliang as an executive Director of the fourth session of the Board of the Company
 - 1.2 To appoint Mr. XU Zongxiang as an executive Director of the fourth session of the Board of the Company
 - 1.3 To appoint Mr. YANG Yongsheng as an executive Director of the fourth session of the Board of the Company
 - 1.4 To appoint Mr. GUO Yonghong as a non-executive Director of the fourth session of the Board of the Company

* For identification purpose only

2. To consider and approve the appointment of the independent non-executive Directors of the fourth session of the Board of Directors of the Company
 - 2.1 To appoint Mr. YAO Guiqing as an independent non-executive Director of the fourth session of the Board of the Company
 - 2.2 To appoint Mr. YAO Cho Fai Andrew as an independent non-executive Director of the fourth session of the Board of the Company
 - 2.3 To appoint Mr. FU Junyuan as an independent non-executive Director of the fourth session of the Board of the Company
3. To consider and approve the appointment of the Shareholder representative Supervisors of the fourth session of the Supervisory Committee of the Company
 - 3.1 To appoint Mr. KONG Ning as a Shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company
 - 3.2 To appoint Ms. LI Tienan as a Shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company

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

Beijing, the PRC, 31 January 2022

Notes:

- (A) The register of members will be closed from Monday, 21 February 2022 to Friday, 25 February 2022 (both days inclusive), during which no transfer of the H shares will be effected. H shareholders of the Company whose names appear on the register of H shares of the Company kept at Computershare Hong Kong Investor Services Limited on Friday, 25 February 2022 are entitled to attend and vote at the EGM following completion of the registration procedures. To qualify for attendance and voting at the EGM, documents on transfers of H shares of the Company, accompanied by the relevant share certificates, must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 18 February 2022.
- (B) Each shareholder entitled to attend and vote at the EGM may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the EGM on its behalf. A proxy needs not be a shareholder. With respect to any shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.
- (C) A proxy shall be appointed by a shareholder by a written instrument signed by the appointor or his/her attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under hand of its legal representative or duly authorized attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorization of such attorney shall be notarized.
- (D) To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as mentioned in Note (C) above must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H shareholders) not less than 24 hours before the time appointed for the EGM or any adjournment thereof (as the case may be), i.e. not later than 9:30 a.m. on Thursday, 24 February 2022. Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he/she so desires, and in such case, the form of proxy shall be deemed to be revoked.
- (E) A shareholder or his/her proxy should produce proof of identity when attending the EGM. Where a shareholder is a legal person, the legal representative of that shareholder or the person authorized by its board of directors or other governing body shall produce a copy of the authorization documents of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.
- (F) The above resolutions adopt the cumulative voting system, that is, the number of votes entitled for each share held by shareholders shall be equal to the number of the director(s) to be elected and the voting rights possessed by the shareholders may be exercised uniformly. Specifically: the EGM will list and present candidates according to the election of executive directors, non-executive director, independent non-executive directors and shareholder representative supervisors in a total of three proposal groups. Under each proposal group, the fact that a shareholder owns each voting share means the shareholder possesses the number of votes same as the number of directors or supervisors to be elected under the proposal group. For example, if a shareholder holds 100 shares of the Company and there is a total of four directors to be elected in the proposal groups for the election of executive directors and non-executive directors, the shareholder shall have 400 votes in these proposal groups. The number of votes shareholders cast under a proposal group may not exceed the number of votes they own under the proposal group, as they wish. Shareholders can cast all votes available under certain proposal group, to a single candidate or to different candidates in any combination. After the voting process ends, the votes for each proposal under each proposal group shall be counted on an accumulative basis.
- (G) The EGM is expected to last for not more than half a day. Shareholders who attend the EGM shall bear their own travelling and accommodation expenses.

As of the date of this notice, 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. YAO Guiqing, Mr. CHEN Jin'en and Mr. CHAN Ka Keung Peter.