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中國南車股份有限公司
CSR CORPORATION LIMITED

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

(Stock code:1766)

**PROPOSED CHANGE OF AUDITORS AND
INTERNAL CONTROL AUDITORS**

This announcement is made by CSR Corporation Limited (the “**Company**”) pursuant to Rule 13.51(4) and Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

CSR Group, the controlling shareholder of the Company, is a central state-owned enterprise supervised by the State-owned Assets Supervision and Administration Commission of the State Council (“**SASAC**”). According to the relevant regulations issued by the Ministry of Finance of the People’s Republic of China and the SASAC, there are restrictions on the number of years that an accounting firm can continuously provide financial audit services to a central state-owned enterprise and its subsidiaries. Considering the aforesaid requirements, the Company proposed not to re-appoint Ernst & Young Hua Ming LLP (“**Ernst & Young Hua Ming**”) and Ernst & Young (“**Ernst & Young**”) as the international auditors and domestic auditors of the Company, with effect upon the conclusion of the forthcoming 2013 annual general meeting (“**AGM**”) of the Company. Meanwhile, the Company also proposed not to re-appoint Ernst & Young Hua Ming as the internal control auditors of the Company.

As recommended by the Audit and Risk Management Committee under the board of directors of the Company (the “**Board**”), the Board has resolved to appoint Deloitte Touche Tohmatsu as the Company’s international auditors and Deloitte Touche Tohmatsu CPA LLP as the Company’s domestic auditors and internal control auditors, respectively, for the year 2014.

Ernst & Young Hua Ming and Ernst & Young have confirmed that there are no matters that need to be brought to the attention of the shareholders of the Company in connection with the proposed change of auditors and internal control auditors. The Board has confirmed that it is not aware of any matters that need to be brought to the attention of the shareholders of the Company in connection with the above proposed change.

The above-mentioned proposed change is subject to the shareholders’ approval at the AGM. A circular containing, among others, the proposed change of auditors and internal control auditors together with the notice of the AGM, will be dispatched to shareholders of the Company as soon as practicable.

The Board would like to extend its sincere gratitude to Ernst & Young Hua Ming and Ernst & Young for their quality services provided to the Company in the previous years.

By order of the Board
CSR Corporation Limited
Zheng Changhong
Chairman

Beijing, the PRC
25 April 2014

As at the date of this announcement, the executive directors of the Company are Mr. Zheng Changhong, Mr. Liu Hualong and Mr. Chen Dayang; and the independent non-executive directors of the Company are Mr. Zhao Jibin, Mr. Yang Yuzhong, Mr. Chen Yongkuan, Mr. Dai Deming and Mr. Tsoi, David.