

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

中國中車股份有限公司
CRRC CORPORATION LIMITED

(formerly known as “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)

ANNOUNCEMENT
ELECTION OF CHAIRMAN, VICE CHAIRMEN AND
MEMBERS OF SPECIAL COMMITTEES OF THE BOARD;
APPOINTMENT OF PRESIDENT AND OTHER SENIOR
MANAGEMENT, AUTHORIZED REPRESENTATIVES AND
COMPANY SECRETARY; AND
CHANGE OF LEGAL REPRESENTATIVE

Reference is made to the circular of the annual general meeting dated 1 April 2015 (the “**Circular**”) and the announcement on the change in directors and supervisors dated 1 June 2015 of CRRC Corporation Limited (formerly known as “CSR Corporation Limited” (“**CSR**”)) (the “**Company**”). Unless otherwise stated in this announcement, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

On 1 June 2015, the Company convened the first and second meetings for the first session of the board of directors (the “**Board**”). At the meetings, resolutions in relation to, among other things, the election of chairman, vice chairmen and members of special committees of the Board and the appointment of president and other senior management, authorized representatives and company secretary were considered and approved.

I. Election of chairman, vice chairmen and members of special committees of the Board

The Board agreed to elect Cui Dianguo as the chairman of the first session of the Board of the Company and Zheng Changhong, Liu Hualong as the vice chairmen of the first session of the Board of the Company. It also agreed to establish four special committees of the Board, namely the Strategy Committee, Audit and Risk Management Committee, Nomination Committee and Remuneration and Evaluation Committee. The composition of the four special committees of the Board are as follows:

1. Strategy Committee consists of 7 directors: Cui Dianguo, Zheng Changhong, Liu Zhiyong, Liu Hualong, Xi Guohua, Fu Jianguo, Wu Zhuo, of which Cui Dianguo as the chairman and Zheng Changhong, Liu Zhiyong as the vice chairmen of the committee.
2. Audit and Risk Management Committee consists of 5 directors: Sun Patrick, Chan Ka Keung, Peter, Liu Zhiyong, Li Guo'an, Zhang Zhong, of which Sun Patrick as the chairman and Chan Ka Keung, Peter as the vice chairman of the committee.
3. Nomination Committee consists of 5 directors: Li Guo'an, Zhang Zhong, Cui Dianguo, Zheng Changhong, Wu Zhuo, of which Li Guo'an as the chairman and Zhang Zhong as the vice chairman of the committee.
4. Remuneration and Evaluation Committee consists of 5 directors: Wu Zhuo, Chan Ka Keung, Peter, Li Guo'an, Zhang Zhong, Sun Patrick, of which Wu Zhuo as the chairman and Chan Ka Keung, Peter as the vice chairman of the committee.

The term of office of the above mentioned chairman, vice chairmen and members of special committees shall commence from the date of approval at the Board meeting to the date of expiry of the term of office of the first session of the Board of the Company.

II. Appointment of president and other senior management

The Board agreed to appoint Xi Guohua as the president of the Company, Zhao Guangxing, Sun Yongcai, Wang Jun, Lou Qiliang, Yu Weiping, Zhan Yanjing as the vice presidents of the Company, Zhan Yanjing as the chief financial officer of the Company and Xie Jilong as the secretary of the Board of the Company.

The term of office of the above mentioned persons shall commence from the date of approval at the Board meeting to the date of expiry of the term of office of the first session of the Board of the Company.

The senior management of CSR and CNR had resigned from their positions of senior management beforehand. The Company hereby expresses its sincere appreciation to them for their contribution made during their term of office.

III. Appointment of authorized representatives and company secretary

The Board agreed to appoint Xi Guohua and Wong Kai Yan, Thomas as the authorized representatives of the Company as required by Rule 3.05 under the Hong Kong Listing Rules, and to appoint Wong Kai Yan, Thomas as the company secretary of the Company.

The term of office of the above mentioned persons shall commence from the date of approval at the Board meeting to the date of expiry of the term of office of the first session of the Board of the Company.

IV. Change of legal representative

As stipulated by the Articles of Association of the Company, chairman of the Company also serves as the legal representative of the Company. As at the date of this announcement, the legal representative of the Company has changed to Mr. Cui Dianguo.

By order of the Board
CRR CORPORATION LIMITED
Cui Dianguo
Chairman

Beijing, the PRC
1 June 2015

As at the date of this announcement, the executive directors of the Company are Mr. Cui Dianguo, Mr. Zheng Changhong, Mr. Liu Hualong, Mr. Xi Guohua and Mr. Fu Jianguo; the non-executive director is Mr. Liu Zhiyong; and the independent non-executive directors are Mr. Li Guo'an, Mr. Zhang Zhong, Mr. Wu Zhuo, Mr. Sun Patrick and Mr. Chan Ka Keung, Peter.