

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)

REVISED NOTICE OF 2018 ANNUAL GENERAL MEETING

REVISED NOTICE IS HEREBY GIVEN that an annual general meeting (the “**AGM**”) for the year 2018 of China Railway Signal & Communication Corporation Limited* (the “**Company**”) will be held at 9:30 a.m. on Thursday, 13 June 2019 at Meeting Room 1945, 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, among others, and if thought fit, passing the following resolutions (with or without modifications).

Ordinary Resolutions

1. Report of the Board of Directors for 2018
2. Report of the Board of Supervisors for 2018
3. Financial Report for 2018
4. Audit Report for 2018
5. Profits Distribution Plan for 2018
6. Remuneration Plan for Independent Non-executive Directors for 2019
7. Plan for Appointment of External Auditors for 2019

* *For identification purpose only.*

Special Resolutions

8. General Authorization for the Issuance of Debt Financing Instruments
9. Amendments to the Articles of Association

Details of the above resolutions are set out in the circular dated 29 April 2019 and the supplementary circular of the Company dated 27 May 2019.

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

Beijing, the PRC, 27 May 2019

Notes:

- (A) The register of members will be closed from Wednesday, 15 May 2019 to Thursday, 13 June 2019 (both days inclusive), during which period no transfer of the H Shares will be effected. Holders of H Shares of the Company whose names appear on the register of H Shares of the Company kept at Computershare Hong Kong Investor Services Limited on Thursday, 13 June 2019 are entitled to attend and vote at the AGM following completion of the registration procedures. To qualify for attendance and voting at the AGM, 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 for holders of H Shares of the Company no later than 4:30 p.m. on Tuesday, 14 May 2019.
- (B) H Shareholders of the Company intending to attend the AGM should complete and return the reply slip for attending the AGM personally, by facsimile or by post 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 on or before Friday, 24 May 2019.
- (C) Each Shareholder entitled to attend and vote at the AGM may, by completing the revised form of proxy of the Company, appoint one or more proxies to attend and vote at the AGM on its behalf. A proxy need not be a Shareholder of the Company. With respect to any Shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.
- (D) 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.

* For identification purpose only.

- (E) To be valid, the revised form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as mentioned in Note (D) 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 not less than 24 hours before the time appointed for the AGM or any adjournment thereof (as the case may be), i.e. not later than 9:30 a.m. on Wednesday, 12 June 2019. Completion and return of a revised form of proxy will not preclude a Shareholder from attending and voting in person at the meeting if he/she so desires.
- (F) If a Shareholder has not yet returned the form of proxy for the AGM dispatched by the Company on 29 April 2019 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the AGM on his/her behalf, he/she is required to submit the revised form of proxy. In this case, the Shareholder shall not submit the Original Form of Proxy.
- (G) If a Shareholder has already returned the Original Form of Proxy in accordance with the instructions printed thereon, he/she should note that:
- a) If no revised form of proxy is returned by the Shareholder, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly proposed at the AGM, including the supplementary resolutions as set out in the revised notice of the AGM.
 - b) If the revised form of proxy is returned by the Shareholder not less than 24 hours before the time appointed for the AGM, the revised form of proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed.
 - c) If the revised form of proxy is returned by the Shareholder after the closing time as set out in this revised notice of the AGM, the revised form of proxy will be deemed invalid. It will not revoke the Original Form of Proxy previously lodged by the Shareholder. The Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly proposed at the AGM, including the supplementary resolutions as set out in the revised notice of the AGM.

- (H) A Shareholder or his/her proxy should produce proof of identity when attending the AGM. 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.
- (I) The AGM is expected to last for not more than half a day. Shareholders who attend the AGM shall bear their own travelling and accommodation expenses.

As of the date of this announcement, the executive directors of the Company are Mr. ZHOU Zhiliang, Mr. YIN Gang and Mr. YANG Yongsheng, and the independent non-executive directors of the Company are Mr. WANG Jiajie, Mr. CHEN Jin'en, Mr. CHAN Ka Keung Peter and Mr. YAO Guiqing.