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## **China Railway Signal & Communication Corporation Limited\***

**中國鐵路通信信號股份有限公司**

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

**(Stock Code: 03969)**

### **UPDATE ANNOUNCEMENT ON APPOINTMENT OF JOINT COMPANY SECRETARY**

Reference is made to the announcement (the “**Announcement**”) of China Railway Signal & Communication Corporation Limited\* (中國鐵路通信信號股份有限公司) (the “**Company**”) dated 29 October 2019 in relation to, among others, the change of Board secretary and joint company secretary of the Company. As previously disclosed, Ms. QIU Wei (“**Ms. QIU**”) has been appointed as the Board secretary and a joint company secretary of the Company. Ms. QIU serves as the Board secretary of the Company since 29 October 2019 and shall serve as a joint company secretary of the Company from the date on which the Company receives the letter from The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for a waiver from strict compliance with requirements under Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience. Notwithstanding that Ms. QIU currently does not possess the qualifications or relevant experience as required under Rule 3.28 of the Listing Rules, she has extensive knowledge and experience in corporate management and is familiar with the business, finance and operations of the Company. As such, the Company has applied for, and the Stock Exchange has granted on 4 November 2019, a waiver (the “**Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of Ms. QIU’s appointment as a joint company secretary of the Company (the “**Waiver Period**”), on the conditions that:

1. the Company engages Ms. NG Wing Shan (“**Ms. NG**”), the other existing joint company secretary of the Company who is able to fully comply with the requirements set out under Note 1 to Rule 3.28 of the Listing Rules, to assist Ms. QIU and enable Ms. QIU to acquire the relevant experience to discharge the functions of a joint company secretary during the Waiver Period. The Waiver will be revoked immediately if Ms. NG ceases to provide assistance to Ms. QIU. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes;

2. the Company will notify the Stock Exchange to re-visit the relevant situation before the expiry of the Waiver Period and expects that Ms. QIU will satisfy the requirements under Rule 3.28 of the Listing Rules after having the benefit of Ms. NG's assistance such that a further application for a waiver will not be necessary; and
3. the Company will announce details of the Waiver, including its reasons and conditions, by way of an announcement.

The replacement of Mr. HU Shaofeng with Ms. QIU as a joint company secretary of the Company has come into effect 4 November 2019. For the biographical details of Ms. QIU, please refer to the Announcement.

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

Beijing, the People's Republic of China, 4 November 2019

*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.*

\* *For identification purpose only.*