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中國中車股份有限公司
CRRC CORPORATION LIMITED

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

(Stock code: 1766)

US\$600,000,000 Zero Coupon Convertible Bonds due 2021

Stock code: 5613

ANNOUNCEMENT

CONTEMPLATING NON-PUBLIC ISSUANCE OF A SHARES

This announcement is made by CRRC Corporation Limited (the “**Company**”) pursuant to Section XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company is contemplating a non-public issuance of A shares (the “**Non-public Issuance of A Shares**”). As such event involves significant uncertainties, pursuant to the relevant rules including the Rules Governing the Listing of Stocks on Shanghai Stock Exchange, upon request of the Company to the Shanghai Stock Exchange (the “**Shanghai Stock Exchange**”), the trading in the A shares of the Company will be suspended from 16 May 2016. During the period of suspension of trading in the A shares of the Company, the Company will consider the relevant event and the specific plans to determine as soon as practicable whether to proceed with the abovementioned significant event, and will publish an announcement in relation to the progress of the Non-public Issuance of A Shares within five trading days on the Shanghai Stock Exchange from the date of suspension of trading (such date of suspension of trading inclusive) pursuant to the relevant requirements of the Shanghai Stock Exchange.

As at the date of this announcement, the Company has not entered into any agreement or contract in relation to the Non-public Issuance of A Shares. The Company will publish further announcement(s) in relation to the Non-public Issuance of A Shares in due course in accordance with the applicable regulatory requirements.

As the Company is contemplating the Non-public Issuance of A Shares, whether to proceed with the Non-public Issuance of A Shares involves significant uncertainties. If it does proceed, the Non-public Issuance of A Shares may still be subject to certain conditions. Shareholders of the Company and investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
CRRC Corporation Limited
Cui Dianguo
Chairman

Beijing, the PRC
13 May 2016

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.