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中国通号

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 2020 FIRST H SHAREHOLDERS CLASS MEETING

REVISED NOTICE IS HEREBY GIVEN that the 2020 first H shareholders class meeting (the “**H Shareholders Class Meeting**”) of China Railway Signal & Communication Corporation Limited* (the “**Company**”) will be held on Friday, 12 June 2020 immediately following the conclusions of the 2019 annual general meeting of the Company and the 2020 first A shareholders class meeting of the Company (or any adjournment thereof) held on the same date at Meeting Room, 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).

Special Resolutions

1. Resolution on Amendments to the Articles of Association and the Rules of Procedure for the General Meeting
2. Resolution on Granting the General Mandate to the Board of Directors to Repurchase H Shares

By order of the Board

China Railway Signal & Communication Corporation Limited*

ZHOU Zhiliang

Chairman

Beijing, the PRC, 28 May 2020

* For identification purpose only

Notes:

- (A) In order to determine the list of H shareholders who are entitled to attend the H Shareholders Class Meeting, transfer of H Shares was originally scheduled to be closed from Sunday, 10 May 2020 to Tuesday, 9 June 2020 (both days inclusive). Due to the postponement of the H Shareholders Class Meeting, for the purpose of determining the list of H shareholders who are entitled to attend the H Shareholders Class Meeting, the Company will change the book closure period for register of H shareholders to the period from Sunday, 10 May 2020 to Friday, 12 June 2020 (both days inclusive). H shareholders whose names appear on the register of H Shares of the Company kept at Computershare Hong Kong Investor Services Limited on Friday, 12 June 2020 are entitled to attend and vote at the H Shareholders Class Meeting following completion of the registration procedures.
- (B) The reply slip for H Shareholders Class Meeting sent by the Company on 21 April 2020 shall remain unchanged and shall remain valid for the adjourned H Shareholders Class Meeting. If you propose to attend the AGM and/or H Shareholders Class Meeting in person or by proxy, you are requested to complete the reply slips dispatched on 21 April 2020 in accordance with the instruction printed thereon and return the same on or before Wednesday, 20 May 2020. For the avoidance of doubt, if you have completed and returned the reply slip in accordance with the instructions thereof, it will still be valid for the adjourned H Shareholders Class Meeting and you are not required to re-submit the reply slip.
- (C) Each H shareholder entitled to attend and vote at H Shareholders Class Meeting may, by completing the revised form of proxy of the Company, appoint one or more proxies to attend and vote at the H Shareholders Class Meeting on its behalf. A proxy need not be an H shareholder. With respect to any H shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.
- (D) A proxy shall be appointed by an H shareholder by a written instrument signed by the appointor or his 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.
- (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, in person 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 not less than 24 hours before the time appointed for the H Shareholders Class Meeting or any adjournment thereof (as the case may be). Completion and return of the revised form of proxy will not preclude an H shareholder from attending and voting in person at the meeting if he so desires.
- (F) If an H shareholder has not yet returned the form of proxy of the H Shareholders Class Meeting dispatched by the Company on 21 April 2020 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the H Shareholders Class Meeting on his/her behalf, he/she is required to submit the revised form of proxy. In this case, the H shareholder shall not submit the Original Form of Proxy.
- (G) If an H 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 H shareholder, the Original Form of Proxy will be treated as a valid form of proxy lodged by the H 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 H shareholder or at his/her discretion (if no such instructions are given) on any resolution properly proposed at the H Shareholders Class Meeting, including the relevant resolutions as set out in this revised notice of the H Shareholders Class Meeting.
 - b) If the revised form of proxy is returned by the H shareholder not less than 24 hours before the time appointed for the H Shareholders Class Meeting, the revised form of proxy will be treated as a valid form of proxy lodged by the H shareholder if duly completed.
 - c) If the revised form of proxy is returned by the H shareholder after the closing time as set out in this revised notice of the H Shareholders Class Meeting, the revised form of proxy will be deemed invalid. It will not revoke the Original Form of Proxy previously lodged by the H shareholder. The Original Form of Proxy will be treated as a valid form of proxy lodged by the H 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 H shareholder or at his/her discretion (if no such instructions are given) on any resolution properly proposed at the H Shareholders Class Meeting, including the relevant resolutions as set out in this revised notice of the H Shareholders Class Meeting.
- (H) An H shareholder or his/her proxy should produce proof of identity when attending the H Shareholders Class Meeting. Where an H 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 H shareholder appointing such person to attend the meeting.
- (I) The H Shareholders Class Meeting is expected to last for not more than half a day. H shareholders who attend the H Shareholders Class Meeting shall bear their own travelling and accommodation expenses.

As of the date of this notice, the executive Directors of the Company are Mr. ZHOU Zhiliang, Mr. XU Zongxiang 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.