

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.



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: 3969)

**POLL RESULTS OF THE 2016 FIRST EXTRAORDINARY GENERAL MEETING
AND
APPOINTMENT OF EXECUTIVE DIRECTOR, VICE CHAIRMAN AND
MEMBER OF BOARD COMMITTEES**

References are made to the notice of the 2016 first extraordinary general meeting (the “**EGM**”) and circular (the “**Circular**”) of China Railway Signal & Communication Corporation Limited* (the “**Company**”) dated 22 July 2016. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

Attendance at the EGM

The Company held the EGM at 9:30 a.m. on Tuesday, 6 September 2016 at Meeting Room 1, Building B, CRSC Building, 1 Compound, Automobile Museum, Nansihuan West Road, Fengtai District, Beijing, PRC. The EGM has been held pursuant to the requirements of the PRC Company Law and the Articles of Association of the Company.

As at the date of the EGM, the Company’s issued share capital comprised a total of 8,789,819,000 Shares (including 6,821,018,000 Domestic Shares and 1,968,801,000 H Shares), which entitle the holders to attend the EGM and vote for or against or abstain from voting on the resolution (the “**Resolution**”) proposed thereat. Shareholders and proxies of Shareholders attending the EGM held a total of 6,834,087,006 voting Shares, representing approximately 77.75% of the total number of the Company’s voting issued Shares.

* *For identification only.*

No Shareholders were required under the Listing Rules to abstain from voting on any Resolution. There were no Shares entitling the holder to attend the EGM and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. No Shareholders have indicated in the Circular that they intend to vote against or to abstain from voting on any Resolution. The Resolution was put to vote by way of poll. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as scrutineer for the vote-taking at the EGM. Two representatives from the Shareholders of the Company and one Supervisor of the Company were also the scrutineers for the vote-taking and vote-tabulation.

Poll Results of the EGM

The poll results in respect of the respective Resolution proposed at the EGM were as follows:

Ordinary Resolution	Number of Votes (%)		
	For	Against	Abstain
1. Appointment of Mr. FU Jianguo as executive Director	6,834,087,006 (100%)	0 (0%)	0 (0%)

As more than half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the Resolution mentioned above, the Resolution was duly passed as an ordinary resolution.

Appointment of Executive Director, Vice Chairman and Members of Board Committees

The ordinary resolution set out above has been duly passed by Shareholders at the EGM. The Board has also passed a resolution to appoint Mr. FU Jianguo as the Company's vice chairman, and a member of the Strategy and Investment Committee, the Nomination Committee and the Quality and Safety Committee under the Board, effective from 6 September 2016. Biographical details of Mr. FU Jianguo as a new director, which are required to be disclosed in accordance with Rule 13.51(2) of the Listing Rules, are as follows:

Mr. FU Jianguo, aged 53, has been a standing member of the Party Committee of CRRC Group, and an executive director and a standing member of the Party Committee of CRRC Corporation Limited (a company listed on the Stock Exchange (stock code:1766)) since May 2015. Mr. FU Jianguo served as the deputy head of Tangshan Locomotives & Rolling Stock Works (唐山機車車輛廠), head and deputy Party secretary of CSR Shijiazhuang Rolling Stock Works and deputy general manager and a standing member of the Party committee of CSR Group. He served as a vice president and a standing member of the Party Committee of CSR Corporation

Limited ^(Note) from December 2007 to June 2014, and an executive director and a standing member of the Party Committee of CSR Corporation Limited from June 2014 to May 2015. Mr. FU Jianguo graduated from China Europe International Business School in May 1998 with a master's degree in business administration. Mr. FU Jianguo is a professor-level senior engineer, and possesses the senior professional manager qualification awarded by China Enterprise Confederation and China Enterprise Directors Association.

Following the formal appointment, Mr. FU Jianguo will sign a director service contract with the Company, and will hold the office until the expiration of the second session of the Board. Subject to the requirements of the Articles of Association of the Company, he is eligible for re-election upon expiry of his term. During the tenure of office of Mr. FU Jianguo as an executive director of the Company, his remuneration will be determined in accordance with “the Resolution Regarding the Remuneration Scheme of the Directors and Supervisors of the Company”, which was considered and approved at the 2015 second extraordinary general meeting of the Company.

Apart from those described above, as at the date of this announcement, Mr. FU Jianguo confirms that he (i) has not held any other directorships in any listed companies, in Hong Kong or overseas, in the last three years, nor any other positions within the Group; (ii) does not have any relationship with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) does not have any interests in the shares of the Company or its associated corporation(s) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) there are no other matters relating to his appointment that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and there are no other matters should be brought to the attention of the Shareholders.

Note: In June 2015, CSR Corporation Limited merged with China CNR Corporation Limited to form CRRC Corporation Limited.

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

Beijing, the People's Republic of China

6 September 2016

As of the date of this announcement, the executive Directors are Mr. ZHOU Zhiliang, Mr. FU Jianguo and Mr. YIN Gang, and the independent non-executive Directors are Mr. WANG Jiajie, Mr. SUN Patrick, Mr. CHEN Jin'en and Mr. GAO Shutang.