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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in doubt** as to any aspect of this circular or as to the action you should take, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountants or other professional adviser.

**If you have sold or transferred** all your Shares in China Railway Signal & Communication Corporation Limited\*, you should at once hand this circular and the accompanying revised form of proxy and the reply slip dispatched on 28 December 2019 to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or the transfer was effected for transmission to the purchaser(s) or transferee(s).



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)**

**PROPOSED APPOINTMENT OF MR. XU ZONGXIANG  
AS AN EXECUTIVE DIRECTOR  
PROPOSED APPOINTMENT OF MR. KONG NING AND MS. LI  
TIENAN AS SHAREHOLDER REPRESENTATIVE SUPERVISORS  
AND  
NOTICE OF 2020 FIRST EXTRAORDINARY GENERAL MEETING**

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A letter from the Board is set out on pages 3 to 8 of this circular.

A revised notice convening the EGM to be held at 2:30 p.m. on Wednesday, 12 February 2020 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, PRC is set out on pages 9 to 11 of this circular. A revised form of proxy for use at the EGM is also enclosed. Such revised form of proxy is also published on the website of HKEXnews of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.crsc.cn](http://www.crsc.cn)).

Whether or not you propose to attend the EGM, H Shareholders of the Company are requested to complete and return the enclosed revised form of proxy in accordance with the instruction printed thereon and return it to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof, i.e. not later than 2:30 p.m. on Tuesday, 11 February 2020. Completion and return of the revised form of proxy will not preclude the Shareholders from attending and voting in person at the EGM or any adjournment thereof if they so wish. If you propose to attend the EGM in person or by proxy, you are required to complete the reply slip dispatched on 28 December 2019 in accordance with the instruction printed thereon and return the same on or before Thursday, 23 January 2020.

\* *For identification purpose only*

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following meanings:*

“A Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are traded in RMB and listed on the Shanghai Stock Exchange
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board” or “Board of Directors”	the board of directors of the Company
“Company”	China Railway Signal & Communication Corporation Limited*
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“EGM”	the 2020 first extraordinary general meeting of the Company to be convened and held at 2:30 p.m. on Wednesday, 12 February 2020 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, PRC
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HK dollars and listed on the Stock Exchange
“HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	21 January 2020, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

\* For identification purpose only

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## DEFINITIONS

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“PRC”	the People’s Republic of China, which for the purposes of this circular excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
“Share(s)”	A Share(s) and/or H Share(s)
“Shareholder(s)”	the holder(s) of A Shares and/or the holder(s) of H Shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

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## LETTER FROM THE BOARD

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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)**

<i>Chairman of the Board and Executive Director:</i>	<i>Registered Address:</i>
Mr. ZHOU Zhiliang	20th Floor, Building A, CRSC Building 1 Compound, Automobile Museum South Road Fengtai District Beijing, PRC
<i>Executive Director:</i>	
Mr. YANG Yongsheng	
<i>Independent non-executive Directors:</i>	<i>Principal place of business in the PRC:</i>
Mr. WANG Jiajie	CRSC Building
Mr. CHEN Jin'en	1 Compound, Automobile Museum South Road
Mr. CHAN Ka Keung Peter	Fengtai District
Mr. YAO Guiqing	Beijing, PRC
	<i>Principal place of business in Hong Kong:</i>
	40th Floor, Sunlight Tower No. 248 Queen's Road East Wan Chai Hong Kong

*To the Shareholders*

**PROPOSED APPOINTMENT OF MR. XU ZONGXIANG  
AS AN EXECUTIVE DIRECTOR  
PROPOSED APPOINTMENT OF MR. KONG NING AND MS. LI TIENAN  
AS SHAREHOLDER REPRESENTATIVE SUPERVISORS**

### **I. INTRODUCTION**

The Company intends to convene the EGM at 2:30 p.m. on Wednesday, 12 February 2020 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, PRC. The revised notice to convene the EGM has been dispatched on 22 January 2020, and is set out on pages 9 to 11 of this circular.

The purpose of this circular is to provide you with details of the resolutions to be proposed for you to consider and approve as ordinary resolutions at the EGM and to provide relevant information to enable you to make an informed decision on whether to vote for or against or abstain from voting on such resolutions. Such resolutions and relevant details are set out in the letter from the Board.

\* *For identification purpose only*

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## LETTER FROM THE BOARD

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For reference purpose only, notice and the revised notice of the EGM to holders of A Shares have been published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn/>) on Friday, 27 December 2019 and Tuesday, 21 January 2020, respectively.

### II. MATTERS TO BE RESOLVED AT THE EGM

#### ORDINARY RESOLUTIONS

##### 1. PROPOSED APPOINTMENT OF MR. XU ZONGXIANG AS AN EXECUTIVE DIRECTOR

An ordinary resolution will be proposed at the EGM to approve the appointment of Mr. XU Zongxiang as an executive Director of the Company.

Reference is made to the announcement of the Company dated 4 December 2019 in relation to, among others, the proposed appointment of executive Director. According to the requirements of the Company Law of the PRC and the Articles of Association, upon consideration and approval by the Board, the Company proposes to appoint Mr. XU Zongxiang as an executive Director of the third session of the Board of the Company. The appointment of Mr. XU Zongxiang will take effect upon approval by Shareholders at the EGM.

The biographical details of Mr. XU Zongxiang are set out as follows:

**Mr. XU Zongxiang**, born in 1963, a Chinese national, is a holder of doctoral degree and is a professor-level senior engineer. Mr. XU Zongxiang served as the deputy head of Zhuzhou Electric Locomotive Works, the director and general manager, director and general manager and deputy Party secretary, executive director and general manager and deputy Party secretary of CRRC Zhuzhou Locomotive Co., Ltd., a standing member of the Party Committee of CSR Group<sup>1</sup>, and a deputy general manager of CRRC Group Co., Ltd. He has served as a vice president and standing member of the Party Committee of CSR Corporation Limited<sup>2</sup> from October 2012 to May 2015. He has served as a standing member of the Party Committee of CRRC Corporation Limited (listed on the Stock Exchange, stock code: 1766; listed on the Shanghai Stock Exchange, stock code: 601766) from May 2017 to November 2019, and an executive director of CRRC Corporation Limited from June 2017 to November 2019. He has served as the deputy Party secretary, director and general manager of CRSC (Group) Corporation Limited since November 2019.

Mr. XU Zongxiang obtained a doctoral diploma in civil engineering planning and management and a doctor's degree in engineering from School of Civil Engineering of Central South University in November 2012.

*Note 1:* In September 2015, CSR Group merged with CNR Group to form CRRC Group.

*Note 2:* In June 2015, CSR Corporation Limited merged with China CNR Corporation Limited to form CRRC Corporation Limited.

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## LETTER FROM THE BOARD

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It is proposed that Mr. XU Zongxiang be appointed as an executive Director, who will hold office from the date of election at the EGM until the expiration of the third session of the Board. If Mr. XU Zongxiang is appointed as an executive Director, he will enter into a service contract with the Company. During the tenure of office of Mr. XU Zongxiang as an executive Director of the Company, his remuneration will be determined based on the remuneration policy of the Company as approved by the Shareholders' general meeting or by the Board as authorized at the Shareholders' general meeting of the Company.

Save as disclosed above, as of the Latest Practicable Date, Mr. XU Zongxiang has confirmed 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 shareholder or controlling shareholder of the Company; (iii) does not have any interests in the Shares of the Company or its associated corporation(s) within the meaning of the SFO; 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 Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

### **2. PROPOSED APPOINTMENT OF MR. KONG NING AND MS. LI TIENAN AS SHAREHOLDER REPRESENTATIVE SUPERVISORS**

Ordinary resolutions will be proposed at the EGM to approve the appointment of Mr. KONG Ning and Ms. LI Tienan as shareholder representative Supervisors of the Company.

Reference is made to the announcement of the Company dated 21 January 2020 in relation to, among others, the proposed appointment of shareholder representative Supervisors. According to the requirements of the Company Law of the PRC and the Articles of Association, upon consideration and approval by the Supervisory Committee, the Company proposes to appoint Mr. KONG Ning and Ms. LI Tienan as shareholder representative Supervisors of the third session of the Supervisory Committee of the Company. The appointment of Mr. KONG Ning and Ms. LI Tienan will take effect upon approval by Shareholders at the EGM.

The biographical details of Mr. KONG Ning and Ms. LI Tienan are set out as follows:

**Mr. KONG Ning**, born in 1964, Chinese nationality, no right of residence overseas. Mr. KONG served as the vice president of the Company from July 2016 to November 2019 and a standing member of the Party Committee of the Company from December 2010 to November 2019. He served as the chief accountant of the Company from December 2010 to July 2016, mainly in charge of the financial work. He was a standing member of the Party Committee of CRSC Corporation Group from December 2010 to November 2019. Mr. KONG was the chief accountant of CRSC Corporation Group from November 2004 to May 2015, and served as the accountant in the finance department of China Huanqiu Contracting & Engineering Co. Ltd. (中國寰球工程公司) and the head of finance department and the chief accountant of the

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## LETTER FROM THE BOARD

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HQCEC (HB) (華北規劃設計院) from August 2001 to November 2004; and the deputy chief of financial department of Anhui Medicament Joint Venture Company (安徽省醫藥聯合經營公司) (renamed as Anhui Hua Shi Medicament Co., Ltd. (安徽華氏醫藥有限公司)) from April 1996 to August 2001.

Mr. KONG graduated from Army Officer Academy of PLA (中國人民解放軍炮兵學院) in June 2006 with a bachelor's degree in economics management and graduated from Dongbei University of Finance and Economics (東北財經大學) in June 2009 with an EMBA degree. Mr. KONG was conferred the title of senior accountant by the Qualification Review Committee for Senior Accountant Professional Technology Positions of China Non-metal Mining Industry (Group) Corporation (中國非金屬礦工業(集團)總公司) in November 2003.

**Ms. LI Tienan**, aged 49, has been the deputy general manager of China Reform Asset Management Co., Ltd. (中國國新資產管理有限公司) and a director of Guoxin Ronghui Equity Investment Fund Management Co., Ltd. (國新融匯股權投資基金管理有限公司) since March 2019. Ms. LI served as a First-level Superintendent of Pre-trial Division of Shenyang Public Security Bureau (瀋陽市公安局預審處) of Liaoning Province from August 1992 to December 1999, a lawyer of Shenyang Jinde Law Firm from December 1999 to December 2002, a contract director of the legal department of China National Coal Group Corp. (中國中煤能源集團有限公司) from December 2002 to August 2003, a general legal counsel and a director of the legal department of China Coal & Coke Holdings Ltd. (中煤焦化控股有限責任公司) from August 2003 to April 2011, a deputy general manager of the legal department of China National Coal Group Corp. (中國中煤能源集團有限公司) from April 2011 to June 2011, a deputy general manager of the legal department of China Reform Holdings Corporation Ltd. (中國國新控股有限責任公司) from June 2011 to July 2014, during which she also served as a deputy general manager of the legal department of CNIC Corporation Limited (國新國際投資有限公司) from January 2013 to September 2014. Ms. LI served as a general manager of the legal department of CNIC Corporation Limited (國新國際投資有限公司) from September 2014 to March 2019, during which she also served as a general manager of the legal department of CNIC Consulting Corporation Limited (國新國際投資諮詢有限公司) from February 2017 to March 2019. Ms. LI has been an external director of China Culture Development Corporation Ltd. (中國文化產業發展集團有限公司) since March 2019, a director of China Aviation Supplies Co., Ltd. (中國航空器材有限責任公司) since July 2019, a supervisor of China Tower Corporation Limited (中國鐵塔股份有限公司) (listed on the Stock Exchange, stock code: 0788) since July 2019 and a director of China North Industries Corporation (中國北方工業有限公司) since October 2019.

Ms. LI graduated from Northwest University of Political Science and Law (西北政法大學) with a bachelor's degree in law in 1992 and obtained an MBA degree in Renmin University of China (中國人民大學).

It is proposed that Mr. KONG Ning and Ms. LI Tienan be appointed as shareholder representative Supervisors, who will hold office from the date of election at the EGM until the expiration of the third session of the Supervisory Committee. If Mr. KONG Ning and Ms. LI Tienan are appointed as shareholder representative Supervisors of the third session of the



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## LETTER FROM THE BOARD

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Supervisory Committee, they will enter into service contracts with the Company. During the tenure of office of Mr. KONG Ning and Ms. LI Tienan as shareholder representative Supervisors, they will not receive any remuneration from the Company.

Save as disclosed above, as of the Latest Practicable Date, each of Mr. Kong Ning and Ms. LI Tienan has confirmed that he/she (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 shareholder or controlling shareholder 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 SFO; and (iv) there are no other matters relating to his/her 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 Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

### III. THE EGM AND VOTING METHOD

A revised notice convening the EGM to be held at 2:30 p.m. on Wednesday, 12 February 2020 at meeting room of Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, PRC is set out on pages 9 to 11 of this circular. A revised form of proxy for use at the EGM is also enclosed. Such revised form of proxy is also published on the websites of HKEXnews of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.crsc.cn](http://www.crsc.cn)).

Whether or not you propose to attend the EGM, H Shareholders of the Company are requested to complete and return the enclosed revised form of proxy in accordance with the instruction printed thereon and return it to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof, i.e. not later than 2:30 p.m. on Tuesday, 11 February 2020. Completion and return of the revised form of proxy will not preclude the Shareholders from attending and voting in person at the EGM or any adjournment thereof if they so wish, and in such case, the revised form of proxy shall be deemed to be revoked. H Shareholders of the Company who wish to attend the EGM in person or by proxy are requested to complete the reply slip and return the same, by hand or by fax 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 Thursday, 23 January 2020.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Therefore, all resolutions set out in the revised notice of the EGM shall be voted by poll. Votes may be given either personally or by proxy.

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## LETTER FROM THE BOARD

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### IV. CLOSURE OF REGISTER OF MEMBERS

In order to ascertain the entitlements of the Shareholders to attend the EGM, the register of members of the Company will be closed from Monday, 13 January 2020 to Wednesday, 12 February 2020 (both days inclusive), during which no transfer of Shares of the Company will be effected. To be eligible to attend and vote at the EGM, all transfer documents 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 no later than 4:30 p.m. on Friday, 10 January 2020.

### V. RECOMMENDATION

The Board considers that the resolutions mentioned above are in the best interests of the Company and the Shareholders as a whole, and thereby recommends the Shareholders to vote in favour of the resolutions to be proposed at the EGM as set out in the enclosed revised notice.

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

22 January 2020

\* For identification purpose only

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## REVISED NOTICE OF 2020 FIRST EGM

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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 EXTRAORDINARY GENERAL MEETING

**REVISED NOTICE IS HEREBY GIVEN** that the 2020 first extraordinary general meeting (the “EGM”) of China Railway Signal & Communication Corporation Limited\* (the “**Company**”) will be held at 2:30 p.m. on Wednesday, 12 February 2020 at meeting room of 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, and if thought fit, passing the following resolutions (with or without modifications).

#### **Ordinary Resolutions**

1. Resolution on the the appointment of XU Zongxiang as an executive director of China Railway Signal & Communication Corporation Limited\*
  - 1.01 To appoint XU Zongxiang as an executive director of the third session of the Board of the Company
2. Resolution on the the appointment of shareholder representative supervisors of the third session of the Supervisory Committee
  - 2.01 To appoint KONG Ning as a shareholder representative supervisor of the third session of the Supervisory Committee of the Company
  - 2.02 To appoint LI Tienan as a shareholder representative supervisor of the third session of the Supervisory Committee of the Company

The details of the above resolutions are set out in the circular of the Company dated 22 January 2020.

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

Beijing, the PRC, 22 January 2020

\* For identification purpose only

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## REVISED NOTICE OF 2020 FIRST EGM

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*Notes:*

- (A) The register of members will be closed from Monday, 13 January 2020 to Wednesday, 12 February 2020 (both days inclusive), during which no transfer of the H shares will be effected. H shareholders of the Company whose names appear on the register of H shares of the Company kept at Computershare Hong Kong Investor Services Limited on Wednesday, 12 February 2020 are entitled to attend and vote at the EGM following completion of the registration procedures. To qualify for attendance and voting at the EGM, 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 no later than 4:30 p.m. on Friday, 10 January 2020.
- (B) H shareholders intending to attend the EGM should complete and return the reply slip for attending the EGM by hand, facsimile or 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 Thursday, 23 January 2020.
- (C) Each shareholder entitled to attend and vote at the EGM may, by completing the revised form of proxy of the Company, appoint one or more proxies to attend and vote at the EGM on its behalf. A proxy need not be a shareholder. 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.
- (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 (for H shareholders) not less than 24 hours before the time appointed for the EGM or any adjournment thereof (as the case may be), i.e. not later than 2:30 p.m. on Tuesday, 11 February 2020. 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, and in such case, the revised form of proxy shall be deemed to be revoked.
- (F) If a shareholder has not yet returned the form of proxy of EGM dispatched by the Company on 28 December 2019 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the EGM 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 EGM, including the supplementary resolution as set out in the revised notice of the EGM.

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## REVISED NOTICE OF 2020 FIRST EGM

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- (b) If the revised form of proxy is returned by the shareholder not less than 24 hours before the time appointed for the EGM, i.e. not later than 2:30 p.m. on Tuesday, 11 February 2020, 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 the revised notice of the EGM, 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 EGM, including the supplementary resolution as set out in the revised notice of the EGM.
- (H) A shareholder or his/her proxy should produce proof of identity when attending the EGM. 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 above resolutions adopt the cumulative voting system, that is, the number of votes entitled for each share held by shareholders shall be equal to the number of the director(s) and/or the supervisor(s) to be elected and the voting rights possessed by the shareholders may be exercised uniformly. Specifically: each shareholder shall be entitled to such number of votes as shall be equal to the number of shares held by him/her multiplied by the number of director(s) or the supervisor(s) upon whom he/she can vote, when electing director(s) and/or the supervisor(s). Such votes may only be voted for the candidate(s) of the director(s) and/or the supervisor(s) of the Company, and the candidate(s) who have the most votes shall be appointed.
- (J) The EGM is expected to last for not more than half a day. Shareholders who attend the EGM 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 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.*