

*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.*



**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)**

**ANNOUNCEMENT  
POSTPONEMENT OF 2019 ANNUAL GENERAL MEETING AND  
SHAREHOLDERS CLASS MEETINGS  
AND  
CHANGES OF BOOK CLOSURE PERIODS FOR REGISTER OF H  
SHAREHOLDERS AND OF DISTRIBUTION DATE FOR DIVIDEND**

References are made to the notice of 2019 annual general meeting (the “AGM”) and the notice of 2020 first H shareholders class meeting (the “H Shareholders Class Meeting”) dated 21 April 2020, the circular of the AGM and the H Shareholders Class Meeting and the revised notice of the AGM dated 15 May 2020, and the supplementary circular of the AGM and the H Shareholders Class Meeting (the “Supplementary Circular”), the further revised notice of the AGM and the revised notice of the H Shareholders Class Meeting (collectively, the “Revised Notices”) dated 28 May 2020 of China Railway Signal & Communication Corporation Limited\* (the “Company”), which contain the time and venue of the AGM and H Shareholders Class Meeting and the resolutions to be proposed at the AGM and H Shareholders Class Meeting for the Shareholders’ approval. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Supplementary Circular.

**POSTPONEMENT OF THE AGM AND SHAREHOLDERS CLASS MEETINGS**

Due to the proposing of new resolution at the AGM and the Shareholders Class Meetings for Shareholders’ consideration, the need for work arrangement coordination and in accordance with the Listing Rules, the AGM of the Company which was originally scheduled to be held at 10:00 a.m. on Tuesday, 9 June 2020 will be postponed to 10:00 a.m. on **Friday, 12 June 2020**; the A Shareholders Class Meeting which was originally scheduled to be held on Tuesday, 9 June 2020 immediately following the conclusions of the AGM (or any adjournment thereof), and the H Shareholders Class Meeting which was originally scheduled to be held on Tuesday, 9 June 2020 immediately following the conclusions of the AGM and the A Shareholders Class Meeting (or any adjournment thereof) will be postponed to be held on **Friday, 12 June 2020** following the conclusion of the AGM (or any adjournment thereof) and **Friday, 12 June 2020** immediately following the conclusions of the AGM and the A Shareholders Class Meeting (or any adjournment thereof), respectively. The venue of the AGM and the Shareholders Class Meetings will remain unchanged at Meeting Room, Building A, CRSC Building, 1 Compound, Automobile Museum South Road, Fengtai District, Beijing, the PRC.

## **CHANGES OF BOOK CLOSURE PERIODS FOR REGISTER OF H SHAREHOLDERS AND OF DISTRIBUTION DATE FOR DIVIDEND**

In order to determine the list of H Shareholders who are entitled to attend the AGM and 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 AGM and the H Shareholders Class Meeting, for the purpose of determining the list of H Shareholders who are entitled to attend the AGM and 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 AGM and the H Shareholders Class Meeting following completion of the registration procedures.

In order to determine the list of H Shareholders who are entitled to receive the proposed cash dividend, transfer of H Shares was originally scheduled to be closed from Monday, 15 June 2020 to Monday, 22 June 2020 (both days inclusive). Due to the postponement of the AGM, for the purpose of determining the list of H Shareholders who are entitled to receive the proposed cash dividend, the Company will change the book closure period for register of H Shareholders to the period from **Thursday, 18 June 2020 to Wednesday, 24 June 2020 (both days inclusive)**. To be eligible to receive the aforesaid cash dividend, the 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 H Shareholders of the Company **no later than 4:30 p.m. on Wednesday, 17 June 2020**.

If the resolution on profits distribution plan for 2019 of the Company is considered and approved at the AGM, the Company originally expected to distribute relevant cash dividend on 15 July 2020 to the H Shareholders whose names appear on the register of H Shareholders of the Company on Monday, 22 June 2020. Due to the postponement of the AGM, if the resolution on profits distribution plan for 2019 of the Company is considered and approved at the AGM, the Company expects to distribute relevant cash dividend on **17 July 2020** to the H Shareholders whose names appear on the register of H Shareholders of the Company on Wednesday, 24 June 2020.

## **FORMS OF PROXY**

On 28 May 2020, the Company will dispatch to H Shareholders the further revised form of proxy for the AGM and the revised form of proxy for the H Shareholders Class Meeting (collectively, the "**Revised Forms of Proxy**") regarding the resolutions contained in the Revised Notices. The Revised Forms of Proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as originally scheduled 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) in person or by post not less than 24 hours before the time appointed for the AGM and the H Shareholders Class Meeting (i.e. not later than 10:00 a.m. on Monday, 8 June 2020) or any adjournment thereof (as the case may be), will be postponed to **no later than 10:00 a.m. on Thursday, 11 June 2020**.

If a Shareholder has not yet returned the revised form of proxy of the AGM dispatched on 15 May 2020, the form of proxy of the AGM dispatched on 21 April 2020 and/or the form of proxy of H Shareholders Class Meeting dispatched on 21 April 2020 by the Company (collectively referred to as the “**Original Forms of Proxy**”) in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the AGM and/or the H Shareholders Class Meeting on his/her behalf, he/she is required to submit the Revised Forms of Proxy. In this case, the Shareholder shall not submit the Original Forms of Proxy.

If a Shareholder has already returned the Original Forms of Proxies in accordance with the instructions printed thereon, he/she should note that:

- (1) If no Revised Forms of Proxy are 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 Forms 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 AGM and/or the H Shareholders Class Meeting, including the relevant resolutions as set out in the further revised notice of the AGM and the notice of H Shareholders Class Meeting.
- (2) If the Revised Forms of Proxy are returned by the Shareholder not less than 24 hours before the time appointed for the AGM and/or the H Shareholders Class Meeting, the Revised Forms of Proxy will be treated as valid forms of proxy lodged by the Shareholder if duly completed.
- (3) If the Revised Forms of Proxy are returned by the Shareholder after the closing time as set out in the further revised notice of the AGM and/or the revised notice of the H Shareholders Class Meeting, the Revised Forms of Proxy will be deemed invalid. It will not revoke the Original Forms of Proxy previously lodged by the Shareholder. The Original Forms of Proxy will be treated as valid forms of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Forms 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 AGM and/or the H Shareholders Class Meeting, including the relevant resolutions as set out in the further revised notice of the AGM and the revised notice of the H Shareholders Class Meeting.

## **REPLY SLIPS**

Save for the aforesaid changes, the reply slips of the AGM and the H Shareholders Class Meeting dispatched by the Company on 21 April 2020 will remain unchanged and valid for the postponed AGM and H Shareholder Class Meeting. For the avoidance of doubt, reply slips duly completed and returned in accordance with the instructions printed thereon by a H Shareholder of the Company will remain valid for the postponed AGM and H Shareholders Class Meeting, and such Shareholder is not required to submit the reply slips again.

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

Beijing, the PRC  
27 May 2020

*As of the date of this announcement, 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.*

\* *For identification purpose only*