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株洲中车时代电气股份有限公司

ZHUZHOU CRRC TIMES ELECTRIC CO., LTD.

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

(Stock Code: 3898)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING FOR YEAR 2015

Reference is made to the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) issued by Zhuzhou CRRC Times Electric Co., Ltd. (the “**Company**”) dated 22 April 2016, which sets out, among other things, the time and venue of the AGM and contains the relevant resolutions to be proposed to the shareholders at the AGM for their consideration and approval. Unless otherwise indicated, capitalized terms used herein have the same meanings as those defined in the circular of the Company dated 22 April 2016 (the “**Initial Circular**”) and the supplemental circular of the Company dated 7 June 2016 (the “**Supplemental Circular**”).

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held as originally scheduled at Hentique Resort & Spa International, No. 88 Dong Yuan Road, Tianmu Lake Resort District, Liyang, Jiangsu Province, the PRC on Thursday, 23 June 2016 at 9:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following additional resolution (other than those proposed resolutions set out in the Initial Notice):

As ordinary resolution

9. To consider and approve the following:

“THAT the Asset Transfer Agreement dated 18 May 2016 entered into between the Company and the Semiconductor Business Unit (半導體事業部) of the Company as purchasers and 中車株洲電力機車研究所有限公司 (CRRC Zhuzhou Institute Co., Ltd.) as vendor (the details of which are set out in the Supplemental Circular dated 7 June 2016 despatched by the Company to its shareholders), a copy of which has been produced to the meeting marked “B” and signed by the chairman of the meeting for identification purpose, and the transactions contemplated thereunder be and are hereby approved and that the directors of the Company be and are hereby authorized to take any step as they consider necessary, desirable or expedient in connection therewith.”

By Order of the Board
Ding Rongjun
Chairman

Zhuzhou, China, 7 June 2016

Notes:

1. This supplemental notice should be read in conjunction with the Notice, the Initial Circular and the Supplemental Circular.

2. Save for the inclusion of the newly submitted resolution, there are no other changes to the resolutions set out in the Notice. Please refer to the Notice and the Initial Circular for details of other resolutions to be tabled at the AGM, closure of register of members, eligibility of the AGM, registration procedures for attending the AGM, the voting arrangements, the poll procedure at the AGM and other relevant matters.

3. **Proxy form**

Since the First Proxy Form applicable to the AGM despatched on 22 April 2016 does not contain the additional resolution as set out in this supplemental notice, the Second Proxy Form has been prepared and is enclosed with this supplemental notice.

- (i) Each Shareholder who has the right to attend and vote at the AGM is entitled to appoint one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the AGM.
- (ii) Shareholders can appoint a proxy by an instrument in writing (i.e. by using the Second Proxy Form enclosed). The Second Proxy Form must be signed by the appointor or his/her attorney duly authorised in writing, or in case that the appointor is a body corporate, either under the common seal or signed by a director or a duly authorised attorney of the body corporate. If the Second Proxy Form is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarised.
- (iii) To be valid, for holders of H Shares, the Second Proxy Form and notarised power of attorney or other documents of authorisation (if applicable) must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof.
- (iv) Holders of H Shares who have lodged the First Proxy Form with the Company should note that:
 - (a) If the Second Proxy Form is lodged with the Company's H Share registrar 24 hours prior to the time designated for convening the AGM (the "**Closing Time**"), the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the H Shareholder if correctly completed and signed and returned in accordance with the instructions printed thereon.
 - (b) If no Second Proxy Form is lodged with the Company's H Share registrar as at the Closing Time, the First Proxy Form will be treated as a valid form of proxy lodged by the holder of H Shares if correctly completed. The proxy so appointed by the holder of H Shares will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM including the resolution in relation to the proposed purchase of wealth management products as set out in this supplemental notice.

- (v) Completion and return of the First Proxy Form or the Second Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.
4. The votes at the AGM will be taken by poll.
5. The address of the H Share registrar of the Company is as follows:
- Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
6. The registered office address of the Company is as follows:
- Times Road
Shifeng District
Zhuzhou
Hunan Province, 412001
The People's Republic of China
Tel: (86) 731 2849 8028
7. The principal place of business of the Company in Hong Kong is as follows:
- Unit 1106, 11th Floor Jubilee Centre
18 Fenwick Street
Wanchai
Hong Kong
Tel: (852) 2189 7268
8. The AGM is expected to take half a day. Shareholders or their proxies attending the AGM shall be responsible for their own transportation, accommodation and other expenses. Shareholders or their proxies shall produce their identification documents for verification when attending the AGM.

As at the date of this document, our chairman of the Board and executive director is Ding Rongjun, our vice chairman of the Board and executive director is Deng Huijin, our other executive directors are Liu Ke'an and Yan Wu, our non-executive director is Ma Yunkun, and our independent non-executive directors are Chan Kam Wing, Clement, Pao Ping Wing and Liu Chunru.