



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

(Stock Code: 3898)

## Notice of the First Extraordinary General Meeting of 2008

**Notice is hereby** given that the First Extraordinary General Meeting of 2008 (the “**EGM**”) of Zhuzhou CSR Times Electric Co., Ltd. (the “**Company**”) will be held at Times Hotel, Zhuzhou City, Hunan Province, the People's Republic of China (the “**PRC**”) on Friday, 27 June 2008 at 2:00 p.m. to consider and, if thought fit, pass with or without amendments, the following resolutions:

### AS ORDINARY RESOLUTIONS

“**THAT:**

1. the Renewed CSRG Mutual Supply Agreement dated 28 April 2008 entered into between CSRG and the Company (the details of which are set out in the circular dated 9 May 2008 despatched by the Company to its shareholders (the “**Circular**”)), a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for identification purpose, the CSRG Caps and the transactions contemplated thereunder; and
2. the Renewed KCR Mutual Supply Agreement dated 28 April 2008 entered into between KCR and the Company (the details of which are set out in the Circular), a copy of which has been produced to the meeting marked “B” and signed by the chairman of the meeting for identification purpose, the KCR Caps and the transactions contemplated thereunder;

be and are hereby approved and that the directors of the Company be and are hereby authorised to take any step as they consider necessary, desirable or expedient in connection therewith.”

By order of the Board  
**Ding Rongjun**  
*Chairman*

Zhuzhou, China, 9 May 2008

**Notes:**

1. The register of members of the Company will be closed from Wednesday, 28 May 2008 to Friday, 27 June 2008, both days inclusive, during which period no transfer of shares will be effected. In order to qualify to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the H share registrar of the Company (for holders of H shares) or the registered office address of the Company (for holders of domestic shares) no later than 4:30 p.m. on Tuesday, 27 May 2008.
2. Holders of H shares and domestic shares whose names appear on the register of members of the Company at the close of business on Tuesday, 27 May 2008 are entitled to attend and vote at the EGM and may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
3. In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or other authority, must be deposited to the H share registrar of the Company (for holders of H shares) or the registered office address of the Company (for holders of domestic shares) not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof.
4. Shareholders who intend to attend the EGM should complete and return the reply slip by hand or by post to the principal place of business of the Company in Hong Kong (for holders of H shares) or to the registered office address of the Company (for holders of domestic shares) on or before Friday, 6 June 2008.
5. Voting at the EGM will be conducted by way of poll.
6. The address of the H share registrar of the Company is as follows:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

7. The registered office address of the Company is as follows:

Times Road  
Shifeng District  
Zhuzhou  
Hunan Province, 412001  
PRC  
Tel: 86 733 849 8028

8. The principal place of business of the Company in Hong Kong is as follows:

Unit 1106 on 11th floor  
Jubilee Centre  
18 Fenwick Street  
Wanchai  
Hong Kong  
Tel: 2189 7268

9. The EGM is expected to take half a day. Shareholders attending the EGM shall be responsible for their own travel and accommodation expenses.

*As at the date of this announcement, our chairman of the Board and executive Director is Ding Rongjun, our other executive Director is Lu Penghu, our non-executive Directors are Liao Bin, Song Yali and Ma Yunkun, and our independent non-executive Directors are Zhou Heliang, Gao Yucai, Chan Kam Wing, Clement, Pao Ping Wing and Tan Xiao'ao.*