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**株洲南车时代电气股份有限公司**

**ZHUZHOU CSR TIMES ELECTRIC CO., LTD.**

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

**(Stock Code: 3898)**

**ANNOUNCEMENT ON VOTING RESULTS AT  
THE ANNUAL GENERAL MEETING FOR YEAR 2012  
HELD ON 10 JUNE 2013**

Reference is made to the circular of Zhuzhou CSR Times Electric Co., Ltd. (the “**Company**”) in relation to the annual general meeting of the Company for year 2012 (the “**AGM**”) dated 23 April 2013 (the “**Circular**”) together with the AGM Notice. Unless otherwise defined in this announcement, capitalized terms used in this announcement have the meaning given to them in the Circular.

At the AGM held on 10 June 2013, all the proposed resolutions as set out in the AGM Notice were taken by poll.

As at the date of the AGM, the total number of issued shares in the Company was 1,084,255,637 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no shareholders of the Company were required under the Listing Rules to abstain from voting on the resolutions at the AGM. There was no restriction on any shareholders casting votes on any of the resolutions at the AGM.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. Set out below are the poll results of the respective resolutions put to the vote at the AGM:

<b>AS ORDINARY RESOLUTIONS</b>		<b>No. of votes (%) For</b>	<b>No. of votes (%) Against</b>
1.	To consider and approve the report of the board of directors of the Company (the " <b>Board</b> ") for the year ended 31 December 2012.	904,061,555 (99.980647%)	175,000 (0.019353%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2012.	904,061,555 (99.980647%)	175,000 (0.019353%)
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2012 and the auditors' reports thereon.	904,061,555 (99.980647%)	175,000 (0.019353%)
4.	To consider and approve the profits distribution plan of the Company for the year ended 31 December 2012 and to declare a final dividend for the year ended 31 December 2012.	904,236,555 (100%)	0 (0%)
5.	To consider and approve the re-appointment of the retiring auditor, Ernst & Young Hua Ming, as the auditors of the Company until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration.	904,061,555 (99.980647%)	175,000 (0.019353%)
6.	To authorize the Board to issue and arrange for registration of short-term financing notes.	752,532,632 (84.576996%)	137,227,785 (15.423004%)

<b>AS SPECIAL RESOLUTIONS</b>		<b>No. of votes (%) For</b>	<b>No. of votes (%) Against</b>
7.	To approve the grant to the Board a general mandate to issue, allot and deal with additional domestic shares and/or H shares of the Company not exceeding 20% of the domestic shares and the H shares respectively in issue of the Company.	684,935,587 (76.818869%)	206,688,560 (23.181131%)
8.	To approve the Share Appreciation Rights Scheme and the Proposed Grant	874,720,142 (96.735764%)	29,516,413 (3.264236%)

On the basis of the votes set out above, all the above resolutions were duly passed.

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

Xi'an, China, 10 June 2013

*As at the date of this announcement, our chairman of the Board and executive Director is Ding Rongjun, our vice chairman of the Board and non-executive Director is Deng Huijin, our other executive Director is Li Donglin, our other non-executive Directors are Yan Wu and Ma Yunkun, and our independent non-executive Directors are Gao Yucai, Chan Kam Wing, Clement, Pao Ping Wing and Liu Chunru.*