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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 FIRST EXTRAORDINARY GENERAL MEETING OF 2013 HELD ON 29 OCTOBER 2013

Reference is made to the circular to the Shareholders dated 30 August 2013 relating to the continuing connected transactions with the CSRG Group and the proposed amendments to the Articles (the “**Circular**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Circular.

The Board of Zhuzhou CSR Times Electric Co., Ltd. (the “**Company**”) is pleased to announce that the proposed resolutions (the “**Resolutions**”) as set out in the notice of the EGM dated 30 August 2013 were duly passed by way of poll at the EGM held on 29 October 2013.

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

<b>AS ORDINARY RESOLUTION</b>	<b>No. of votes (%) For</b>	<b>No. of votes (%) Against</b>
To consider and approve the 2014-16 CSRG Mutual Supply Agreement and the New CSRG Caps	285,711,741 (99.949310%)	144,900 (0.050690%)
<b>AS SPECIAL RESOLUTION</b>	<b>No. of votes (%) For</b>	<b>No. of votes (%) Against</b>
To consider and approve the proposed amendments to the Articles (the “ <b>Proposed Amendments</b> ”)	904,058,978 (99.983975%)	144,900 (0.016025%)

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

As at 27 September 2013, being the date for determining Shareholders' entitlement to attend and vote at the EGM:

- (1) The total number of issued shares in the capital of the Company was 1,084,255,637 shares, which was the total number of Shares entitling the Shareholders to attend and vote at the EGM for or against the special resolution to consider and approve the Proposed Amendments.
- (2) As stated in the Circular, each of the Parent Company, CSR Zhuzhou, CSR Investment and Qishuyan Works, being an associate of CSRG and holders of 589,585,699, 10,000,000, 9,380,769 and 9,380,769 Shares respectively, had abstained from voting at the EGM in respect of the ordinary resolution (the “**Ordinary Resolution**”) to consider and approve the 2014-16 CSRG Mutual Supply Agreement and the New CSRG Caps. Accordingly, the total number of Shares entitling the Shareholders to attend and vote at the EGM for or against the Ordinary Resolution was 465,908,400 shares.
- (3) There was no Shares entitle the holder to attend and abstain from voting in favour of the Resolutions put to vote at the EGM as required under Rule 13.40 of the Listing Rules.

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

Zhuzhou, China, 29 October 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.*