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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 2014 HELD ON 25 MARCH 2014

Reference is made to the circular of Zhuzhou CSR Times Electric Co., Ltd. (the “Company”) dated 28 January 2014 in relation to the connected transaction regarding the provision of the Proposed Entrusted Loan and the Proposed Investment Cap (the “Circular”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Circular.

The Board of the Company would like to announce that the EGM was held on 25 March 2014.

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:

AS ORDINARY RESOLUTIONS		No. of votes (%) For	No. of votes (%) Against
1	To consider and approve the proposed principal terms of the Proposed Entrustment Arrangement and the transactions contemplated thereunder and the authorisation of the Directors to take any step as they consider necessary, desirable or expedient in connection therewith, including but not limited to the execution of the relevant entrustment loan agreement and other related agreement(s) or document(s).	82,726,800 (27.367385%)	219,555,639 (72.632615%)
2	To consider and approve the authorisation of the Board to apply up to and in aggregate, at any time, RMB3,000,000,000 of the surplus funds of the Group to treasury activities including but not limited to buying low-risk financial products offered by banks, advancing entrusted loans and investing in secured or guaranteed trust and treasury products, in accordance with the Group’s established treasury policy and procedures and in compliance with applicable laws and regulations and the Listing Rules and the authorisation of the Directors to take any step as they consider necessary, desirable and expedient in connection therewith.	701,074,037 (76.162828%)	219,419,665 (23.837172%)

On the basis of the votes set out above, Resolution numbered 2 was duly passed as an ordinary resolution, Resolution numbered 1 was not passed as an ordinary resolution.

As at the date of the EGM:

- (1) The total number of issued shares in the capital of the Company was 1,175,476,637 shares, which was the total number of Shares entitling the Shareholders to attend and vote at the EGM for or against the ordinary resolution to consider and approve the Proposed Investment Cap.
- (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 to consider and approve the Proposed Entrustment Arrangement. Accordingly, the total number of Shares entitling the Shareholders to attend and vote at the EGM for or against the ordinary resolution to consider and approve the Proposed Entrustment Arrangement was 557,129,400 shares.
- (3) There were no Shares entitling the holder to attend and abstain from voting in favour of the Resolutions put to vote at the EGM as set out under Rule 13.40 of the Listing Rules.

By Order of the Board
Ding Rongjun
Chairman

Zhuzhou, China, 25 March 2014

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 executive Director is Deng Huijin, our other executive Directors are Li Donglin and Yan Wu, our other non-executive Director is Ma Yunkun, and our independent non-executive Directors are Gao Yucai, Chan Kam Wing, Clement, Pao Ping Wing and Liu Chunru.