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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)

NOTICE OF THE FIRST CLASS MEETING OF HOLDERS OF H SHARES OF 2023

NOTICE IS HEREBY GIVEN that the first class meeting of holders of H shares of 2023 (the “**Class Meeting of Holders of H Shares**”) of Zhuzhou CRRC Times Electric Co., Ltd. (the “**Company**”) will be held at Room 301, Times Hotel, Times Road, Shifeng District, Zhuzhou, the People's Republic of China (the “**PRC**”) on Tuesday, 27 June 2023 immediately following the conclusions of the annual general meeting of the Company and the class meeting of holders of A shares of the Company or any adjournment thereof which will be held at the same place and on the same date, for the holders of H shares of the Company to transact the following matters. Unless otherwise indicated, capitalised items used herein shall have the same meanings as those defined in the Company's circular dated 2 June 2023 (the “**Circular**”).

AS SPECIAL RESOLUTION

To consider and approve the grant to the Board a general mandate to repurchase the H Shares that:

- (a) Subject to paragraph (b) below, granting of a general mandate to the Board, in compliance with all applicable laws and regulations, the articles of association of the Company, the Stock Exchange and any other government or regulatory authority of the PRC, to exercise all power of the Company to repurchase H shares of the Company (the “**H Shares**”) during the Relevant Period (as defined below);
- (b) Subject to obtaining the approval in paragraph (a) above, the total number of H Shares to be repurchased under the general mandate to repurchase H Shares during the Relevant Period shall not exceed 10% of the total number of H Shares in issue on the date the resolution is considered and approved at the AGM, Class Meeting of Holders of A Shares and Class Meeting of Holders of H Shares;
- (c) The approval in paragraph (a) above shall be subject to the satisfaction of the following:
 - (i) the special resolution with the same terms as listed in this resolution herein (except for sub-paragraph (c)(i) of this resolution) is passed at the AGM, Class Meeting of Holders of A Shares and Class Meeting of Holders of H Shares;
 - (ii) all required approvals from regulatory authorities (if applicable) are obtained according to relevant laws and regulations of the PRC;

- (d) The Board be authorised to handle relevant matters in relation to the repurchase of H Shares, including but not limited to:
- (i) to formulate and implement specific repurchase plans, including but not limited to repurchase price(s), number of Shares to be repurchased, timing(s) of repurchase and period(s) of repurchase, etc.;
 - (ii) to notify creditors and issue announcement in accordance with the Company Law of the PRC and the articles of association of the Company (the “**Articles of Association**”);
 - (iii) to set up overseas Share accounts and carry out relevant procedures for change of foreign exchange registration;
 - (iv) to carry out the relevant approval, filing and/or disclosure procedures in accordance with laws, regulations, the Articles of Association, requirements of securities regulators of the places where the Shares are listed and any other relevant government or regulatory authorities of the PRC (if necessary);
 - (v) to carry out the cancellation procedures for repurchased Shares, reduce registered capital, and make corresponding amendments to the Articles of Association in respect of total share capital and shareholding structure, etc., and to carry out the statutory registration and filing procedures within and outside the PRC; and
 - (vi) to execute other documents, and deal with all other necessary or appropriate measures, actions, matters and affairs, in connection with the repurchase of H Shares;
- (e) for the purpose of this special resolution, “**Relevant Period**” means the period from the passing of this special resolution until the earliest of:
- (i) the conclusion of the next annual general meeting following the passing of this special resolution; and
 - (ii) the date on which the authority set out in this special resolution is revoked or varied by a special resolution of the members of the Company in any general meeting and class meetings (if applicable).

By Order of the Board
Li Donglin
Chairman

Zhuzhou, the PRC, 2 June 2023

Notes:

1. All times stated in this notice refer to Hong Kong time.
2. The votes at the Class Meeting of Holders of H Shares will be taken by poll.
3. Where two or more persons are registered as the joint holders of any share, only the person whose name appears first in the register of members of H Shares shall be entitled to receive this notice, to attend and exercise all the voting powers attached to such H Share at the Class Meeting of Holders of H Shares, and the service of this notice to that person shall be deemed to have served on all joint holders of such H Share.
4. In order to determine the entitlements of holders of H Shares to attend and vote at the Class Meeting of Holders of H Shares, the register of members of H Shares will be temporarily closed from Wednesday, 21 June 2023 to Tuesday, 27 June 2023 (both days inclusive), during which period no transfer of H Shares will be registered. In order to be entitled to attend and vote at the Class Meeting of Holders of H Shares, all transfer documents together with the relevant H Share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Tuesday, 20 June 2023.
5. Holders of the H Shares whose names appear on the register of members of H Shares at the close of business on Tuesday, 20 June 2023 are entitled to attend and vote at the Class Meeting of Holders of H Shares and may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
6. In order to be valid, the proxy form, 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 not less than 24 hours before the time appointed for holding the Class Meeting of Holders of H Shares or any adjournment thereof.
7. 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
8. The principal place of business of the Company in Hong Kong is as follows:

Unit 1106, 11/F, Jubilee Centre
18 Fenwick Street
Wanchai
Hong Kong
Tel: (852) 2189 7268
9. The Class Meeting of Holders of H Shares is expected to take half a day. Shareholders or their proxies attending the Class Meeting of Holders of H Shares 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 Class Meeting of Holders of H Shares.

As at the date of this notice, our chairman of the Board and executive Director is Li Donglin, our vice chairman of the Board and executive Director is Liu Ke'an, our other executive Directors are Shang Jing and Yan Wu, our non-executive Director is Zhang Xinning, and our independent non-executive Directors are Chan Kam Wing, Clement, Pao Ping Wing, Liu Chunru, Chen Xiaoming, Gao Feng and Li Kaiguo.