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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)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR YEAR 2023
AND THE FIRST CLASS MEETING OF HOLDERS OF H SHARES OF 2024
HELD ON 27 JUNE 2024**

**(2) CHANGES OF MEMBERS OF THE BOARD AND THE BOARD COMMITTEES
AND**

(3) AMENDMENT TO ARTICLES OF ASSOCIATION

INTRODUCTION

References are made to (1) the circular of Zhuzhou CRRC Times Electric Co., Ltd. (the “**Company**”) dated 5 June 2024 (the “**Original Circular**”) and the supplemental circular dated 12 June 2024 (together with the Original Circular, the “**AGM Circulars**”) in relation to, among other things, the annual general meeting of the Company (the “**AGM**”) and the First Class Meeting of Holders of H Shares of 2024 (the “**Class Meeting of Holders of H Shares**”, together with the AGM, the “**Meetings**”); (2) the notice of AGM dated 5 June 2024 and the supplemental notice of AGM dated 12 June 2024 (collectively, the “**Notices of AGM**”); and (3) the notice of the Class Meeting of Holders of H Shares dated 5 June 2024, together with the Notices of AGM, the “**Notices**”. Unless otherwise defined in this announcement, capitalised terms used in this announcement have the meanings given to them in the AGM Circulars.

ATTENDANCE AT THE MEETINGS

Attendance of Shareholders at the AGM

As at the date of the AGM, the total number of issued Shares of the Company was 1,411,540,112 Shares comprising 542,632,600 H Shares and 868,907,512 A Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM.

As disclosed in the Original Circular, except for CRRC Zhuzhou Institute Co., Ltd., CRRC Zhuzhou Locomotive Co., Ltd., CRRC Asset Management Co., Ltd., and CRRC Hongkong Capital Management Co., Limited abstaining from voting on the resolution to consider and approve the estimations on ordinary related party transactions between the Company and CRRC Corporation Limited in relation to the leasing of properties and ancillary equipment and facilities for 2025-2027, no Shareholder was required under the Listing Rules or the Articles of Association to abstain from voting on 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 Listing Rules and no Shareholders were required under Rule 13.40 of the Listing Rules to abstain from voting on any resolution at the AGM; there was no restriction on any Shareholders casting votes on any of the resolutions at the AGM.

Attendance of holders of H Shares at the Class Meeting of Holders of H Shares

As at the date of the Class Meeting of Holders of H Shares, the total number of H Shares entitling the holders to attend and vote for or against the resolutions at the Class Meeting of Holders of H Shares was 542,632,600 H Shares. No holders of H Shares were required to abstain from voting on the resolution at the Class Meeting of Holders of H Shares. There were no Shares entitling the holders of H Shares to attend and abstain from voting in favour of the resolution at the Class Meeting of Holders of H Shares as set out in Rule 13.40 of the Listing Rules and no holders of H Shares were required under Rule 13.40 of the Listing Rules to abstain from voting on the resolution at the Class Meeting of Holders of H Shares. There was no restriction on any holder of H Shares casting votes on the resolution at the Class Meeting of Holders of H Shares.

Attendance of Directors

There were 6 Directors in office of the Company, and 5 Directors attended the AGM and the Class Meeting of Holders of H Shares. Mr. Li Donglin, chairman of the Board and an executive Director, did not attend the Meetings due to other important business engagements.

POLL RESULTS OF MEETINGS

All the proposed resolutions as set out in each of the Notices were duly passed by way of poll at the relevant Meeting. Shareholders may refer to the AGM Circulars and the Notices for details of the resolutions.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at each of the Meetings.

Poll results of the AGM

Set out below are the poll results of the respective resolutions put to the vote at the AGM:

AS ORDINARY RESOLUTIONS		No. of votes (%)	No. of votes (%)	No. of votes (%)
		For	Against	Abstention
1.	To consider and approve the resolution on the Company's 2023 annual report and its summary.	996,005,684 (99.962625%)	47,400 (0.004757%)	325,000 (0.032618%)
2.	To consider and approve the resolution on the Company's 2023 final accounts report.	994,237,024 (99.785116%)	1,816,060 (0.182266%)	325,000 (0.032618%)
3.	To consider and approve the resolution on the 2023 work report of the board of directors of the Company.	996,005,684 (99.962625%)	47,400 (0.004757%)	325,000 (0.032618%)
4.	To consider and approve the resolution on the 2023 work report of the supervisory committee of the Company.	996,005,684 (99.962625%)	47,400 (0.004757%)	325,000 (0.032618%)
5.	To consider and approve the resolution on the 2023 profit distribution plan of the Company.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
6.	To consider and approve the resolution on the appointment of auditors for 2024.	996,305,749 (99.992740%)	72,135 (0.007240%)	200 (0.000020%)
7.	To consider and approve the resolution on the 2024 bank credit lines applications.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
8.	To consider and approve the resolution on the remuneration of the directors of the Company for 2023.	996,305,156 (99.992681%)	72,728 (0.007299%)	200 (0.000020%)
9.	To consider and approve the resolution on the remuneration of the supervisors of the Company for 2023.	996,305,156 (99.992681%)	72,728 (0.007299%)	200 (0.000020%)
10.	To consider and approve the resolution on the estimations on ordinary related party transactions between the Company and CRRC Corporation Limited in relation to the leasing of properties and ancillary equipment and facilities for 2025-2027.	320,536,399 (99.999938%)	0 (0%)	200 (0.000020%)

AS ORDINARY RESOLUTIONS		No. of votes (%)	No. of votes (%)	No. of votes (%)
		For	Against	Abstention
11.	To consider and approve the resolution on the amendments to the “Terms of Reference of the Independent Non-executive Directors of the Company”.	993,106,784 (99.671681%)	3,271,100 (0.328299%)	200 (0.000020%)
12.	To consider and approve the resolution on the amendments to the “Rules of Procedures for the General Meetings of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
13.	To consider and approve the resolution on the amendments to the “Rules of Procedures for the Meetings of the Board of Directors of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
14.	To consider and approve the resolution on the amendments to the “Rules of Procedures for the Meetings of the Supervisory Committee of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
15.	To consider and approve the resolution on the amendments of the “Management Policy for External Guarantees of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
16.	To consider and approve the resolution on the amendments of the “Management Policy for Related Party Transactions of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
17.	To consider and approve the resolution on the amendments of the “Management Policy for External Investments of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
18.	To consider and approve the resolution on the amendments of the “Management Policy for A Shares Proceeds of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
19.	To consider and approve the resolution on the amendments of the “Policy for Preventing the Controlling Shareholders, Actual Controllers and Related Parties from Appropriating Funds of the Company”.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)
20.	To consider and approve the resolution on the election of Ms. Feng Xiaoyun as an independent non-executive Director of the Company.	996,377,884 (99.999980%)	0 (0%)	200 (0.000020%)

AS SPECIAL RESOLUTIONS		No. of votes (%)	No. of votes (%)	No. of votes (%)
		For	Against	Abstention
21.	To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to issue additional A shares and/or H shares.	777,877,122 (78.070477%)	218,476,262 (21.927044%)	24,700 (0.002479%)
22.	To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to repurchase H shares.	994,686,099 (99.830186%)	1,667,285 (0.167335%)	24,700 (0.002479%)
23.	To consider and approve the resolution on the amendments to the Articles of Association.	767,124,848 (76.991341%)	229,225,113 (23.005836%)	28,123 (0.002823%)
AS ORDINARY RESOLUTION		No. of votes (%)	No. of votes (%)	No. of votes (%)
		For	Against	Abstention
24.	To consider and approve the resolution on the election of Mr. Xu Shaolong as an executive Director of the Company.	993,877,586 (99.749041%)	2,386,998 (0.239568%)	113,500 (0.011391%)

On the basis of the voting results set out in the above table, all the above resolutions were duly passed at the AGM.

Poll results of the Class Meeting of Holders of H Shares

Set out below are the poll results of the resolution put to the vote at the Class Meeting of Holders of H Shares:

AS SPECIAL RESOLUTION		No. of votes (%)	No. of votes (%)	No. of votes (%)
		For	Against	Abstention
1.	To consider and approve the resolution on the grant of general mandate to the board of directors of the Company to repurchase H Shares.	317,892,520 (99.478267%)	1,642,550 (0.514004%)	24,700 (0.007729%)

On the basis of the voting results set out in the above table, the above resolution was duly passed at the Class Meeting of Holders of H Shares.

PAYMENT OF CASH DIVIDEND

As ordinary resolution number 5 regarding the profit distribution plan for 2023 was approved by the Shareholders at the AGM, the Board is pleased to announce the following details relating to payment of the Cash Dividend to the Shareholders:

The Company will distribute Cash Dividends of RMB0.78 (tax inclusive, the Company will withhold and pay the appropriate income tax in accordance with applicable Chinese tax laws and regulations at the time of dividend distribution) for every one Share held by eligible Shareholders whose names appear on the register of members of the Company at the close of business on Tuesday, 9 July 2024. The Cash Dividend is expected to be distributed on or around Thursday, 8 August 2024 to the Shareholders.

The profit distribution plan for 2023 (i.e., for the year ended 31 December 2023) is based on the total registered capital of the Company of 1,416,236,912 Shares as of 31 December 2023, deducting the 4,696,800 H Shares repurchased during the period from 11 January 2024 to 17 January 2024 and canceled on 16 April 2024 (i.e., a total of 1,411,540,112 Shares, including 868,907,512 A Shares and 542,632,600 H Shares). The total amount of the proposed Cash Dividend is estimated to be RMB1,101,001,287.36 (tax inclusive). The Cash Dividend is denominated and declared in RMB, paid in RMB to the holders of A Shares and paid in HKD to the holders of H shares. The actual amounts declared in HKD are converted based on the average benchmark exchange rate for RMB to HKD (i.e. RMB0.91228 = HK\$1) as announced by the People's Bank of China five business days before the date of the AGM. Accordingly, the final amount of Cash Dividend payable for every one H Share is HK\$0.85500 (tax inclusive).

Closure of Register of Members

In order to ascertain the entitlements of the holders of H Shares to receive the Cash Dividend, the transfer of H Shares will be closed from Thursday, 4 July 2024 to Tuesday, 9 July 2024 (both days inclusive), during which no transfer of Shares will be effected. In order for the holders of H Shares to qualify for receiving the Cash Dividend, all transfer documents accompanied by the relevant 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 for registration, no later than 4:30 p.m. on Wednesday, 3 July 2024.

Changes of Members of the Board and the Board Committees

Upon the approval of the Shareholders at the AGM, Mr. Xu Shaolong (former name: Wang Jiangbo) was appointed as an executive Director of the seventh session of the Board of the Company; and Ms. Feng Xiaoyun was appointed as an independent non-executive Director of the seventh session of the Board of the Company, for a term commencing from the date of conclusion of the AGM and ending on the expiry of the term of the seventh session of the Board. Please refer to the AGM Circulars for the biographical details of the aforementioned Directors and other information required to be disclosed under Rule 13.51(2) of the Listing Rules. Save as disclosed in the AGM Circulars, there is no other matter which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

Following their appointments as Directors of the Company, Mr. Xu Shaolong was appointed as the chairman and a member of the Technology and Innovation Committee of the Board, and a member of the Strategy and ESG Committee; and Ms. Feng Xiaoyun was appointed as a member of each of the Strategy and ESG Committee, the Audit Committee, the Remuneration Committee, and the Technology and Innovation Committee, with effect from the date of conclusion of the AGM. Mr. Shang Jing, an executive Director of the Company, ceased to be the chairman of the Technology and Innovation Committee of the Board from 27 June 2024, and will continue to serve as a member of the Strategy and ESG Committee and the Technology and Innovation Committee.

By order of the Board
Zhuzhou CRRC Times Electric Co., Ltd.
Li Donglin
Chairman

Zhuzhou, China, 27 June 2024

As at the date of this announcement, our chairman of the Board and executive Director is Li Donglin, our vice chairman of the Board and executive Director is Shang Jing, our other executive Director is Xu Shaolong, and our independent non-executive Directors are Gao Feng, Li Kaiguo, Zhong Ninghua, Lam Siu Fung and Feng Xiaoyun.