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中國中鐵股份有限公司
CHINA RAILWAY GROUP LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 390)

**POLL RESULTS OF
ANNUAL GENERAL MEETING HELD ON 28 JUNE 2024**

The board of directors (the “**Board**” or the “**Board of Directors**”) of China Railway Group Limited (the “**Company**”) is pleased to announce that the annual general meeting for the year 2023 of the Company (the “**AGM**”) was held at the Conference Room, China Railway Square, No. 69 Fuxing Road, Haidian District, Beijing, PRC, at 9:30 a.m. on Friday, 28 June 2024 with a combination of on-site and online voting. References are made to the notice of the AGM (the “**AGM Notice**”) and the circular of the Company (the “**Circular**”) both dated 29 May 2024. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

I. CONVENING AND ATTENDANCE OF THE AGM

As at the date of the AGM, the total number of issued shares of the Company was 24,750,629,817 shares (including 20,543,239,817 A shares and 4,207,390,000 H shares), which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM (the “**Proposed Resolutions**”). There were no shares entitling the holders to attend and abstain from voting in favour of any of the Proposed Resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”) and there were no shares requiring the holders to abstain from voting on the Proposed Resolutions under the Hong Kong Listing Rules. None of the Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on any of the Proposed Resolutions. There were no shares actually voted but excluded from calculating the poll results of the Proposed Resolutions. A total of 62 shareholders and authorised proxies holding an aggregate of 14,087,644,053 shares (including 12,744,186,301 A shares and 1,343,457,752 H shares), representing 56.918326% of the total issued share capital of the Company, were present at the AGM or participated in the online voting. The AGM was chaired by Mr. CHEN Yun, the Chairman of the Company. The holding of the AGM was in compliance with the requirements of the Company Law of the People's Republic of China and the articles of association of the Company.

At the AGM, all the Proposed Resolutions were voted on by poll via a combination of on-site and online voting.

All directors of the Board (except for Mr. CHEN Wenjian, an executive director, who could not attend due to other work commitment) attended the AGM in person.

II. POLL RESULTS OF THE AGM

The poll results in respect of the Proposed Resolutions are as follows:

Resolutions		Total number of votes (shares)		
		For	Against	Abstained
1	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2023.	12,676,466,821 (A shares)	66,197,682 (A shares)	1,521,798 (A shares)
		1,116,442,058 (H shares)	223,845,694 (H shares)	3,170,000 (H shares)
		(97.907846%)	(2.058850%)	(0.033304%)
2	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2023.	12,740,855,550 (A shares)	1,801,553 (A shares)	1,529,198 (A shares)
		1,329,509,892 (H shares)	10,777,860 (H shares)	3,170,000 (H shares)
		(99.877349%)	(0.089294%)	(0.033357%)
3	To consider and approve the work report of independent directors of the Company for the year ended 31 December 2023.	12,740,855,550 (A shares)	1,801,553 (A shares)	1,529,198 (A shares)
		1,329,509,892 (H shares)	10,777,860 (H shares)	3,170,000 (H shares)
		(99.877349%)	(0.089294%)	(0.033357%)
4	To consider and approve the 2023 A share annual report and the abstract, H share annual report and results announcement for the year of 2023 of the Company.	12,740,855,550 (A shares)	1,813,253 (A shares)	1,517,498 (A shares)
		1,329,509,892 (H shares)	10,777,860 (H shares)	3,170,000 (H shares)
		(99.877349%)	(0.089377%)	(0.033274%)
5	To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2023.	12,740,855,550 (A shares)	1,801,553 (A shares)	1,529,198 (A shares)
		1,329,509,892 (H shares)	10,777,860 (H shares)	3,170,000 (H shares)
		(99.877349%)	(0.089294%)	(0.033357%)

Resolutions		Total number of votes (shares)		
		For	Against	Abstained
6	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2023.	12,742,677,801 (A shares)	624,100 (A shares)	884,400 (A shares)
		1,343,456,752 (H shares)	1,000 (H shares)	0 (H shares)
		(99.989285%)	(0.004437%)	(0.006278%)
7	To consider and approve the proposal regarding the budget plan of the Company for the year of 2024.	12,742,677,801 (A shares)	612,400 (A shares)	896,100 (A shares)
		1,343,456,752 (H shares)	1,000 (H shares)	0 (H shares)
		(99.989285%)	(0.004354%)	(0.006361%)
8	To consider and approve (i) the proposal in relation to the engagement of the auditors for 2024, the appointment of Deloitte Touche Tohmatsu as the Company's international auditor and Deloitte Touche Tohmatsu Certified Public Accountants LLP as the Company's domestic auditor for 2023 for a term ending at the next annual general meeting of the Company and the aggregate remuneration shall be RMB23.40 million (tax inclusive); and (ii) the proposal in relation to the appointment of internal control auditors for 2024, the appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP as the internal control auditors of the Company for 2024 for a term ending at the next annual general meeting of the Company, the remuneration shall be RMB1.60 million (tax inclusive).	12,742,677,801 (A shares)	581,000 (A shares)	927,500 (A shares)
		1,340,826,077 (H shares)	2,631,675 (H shares)	0 (H shares)
		(99.970611%)	(0.022805%)	(0.006584%)
9	To consider and approve the proposal on the salary (remuneration, work subsidy) of directors and supervisors of the Company for the year of 2023.	12,685,654,189 (A shares)	57,604,612 (A shares)	927,500 (A shares)
		1,329,555,720 (H shares)	13,902,032 (H shares)	0 (H shares)
		(99.485832%)	(0.507584%)	(0.006584%)

Resolutions		Total number of votes (shares)		
		For	Against	Abstained
Ordinary resolutions				
10	To consider and approve the proposal on the purchase of liabilities insurance for directors, supervisors and senior management of the Company for the year of 2024.	12,742,055,526 (A shares)	601,577 (A shares)	1,529,198 (A shares)
		1,340,286,752 (H shares)	1,000 (H shares)	3,170,000 (H shares)
		(99.962366%)	(0.004277%)	(0.033357%)
11	To consider and approve the proposal in relation to the total amount of the provision of external guarantee by the Company for the second half of 2024 to the first half of 2025.	12,508,453,166 (A shares)	224,178,630 (A shares)	11,554,505 (A shares)
		333,471,970 (H shares)	922,019,919 (H shares)	87,965,863 (H shares)
		(91.157365%)	(8.136198%)	(0.706437%)
12	To consider and approve the proposed amendments to the Administrative Regulations for the Independent Directors of the Company as set out in the Appendix I to the circular of the Company dated 29 May 2024.	12,691,837,337 (A shares)	51,421,464 (A shares)	927,500 (A shares)
		1,341,289,752 (H shares)	2,168,000 (H shares)	0 (H shares)
		(99.613016%)	(0.380400%)	(0.006584%)
13	To consider and approve the proposal regarding The Plan for Shareholders' Return for 2024 to 2026 of the Company as set out in the Appendix II to the circular of the Company dated 29 May 2024.	12,742,450,801 (A shares)	839,400 (A shares)	896,100 (A shares)
		1,341,820,178 (H shares)	1,000 (H shares)	1,636,574 (H shares)
		(99.976057%)	(0.005965%)	(0.017978%)
14	To consider and approve the proposed amendments to the Administrative Measures Governing Related Party Transactions of the Company as set out in Appendix III to the circular of the Company dated 29 May 2024.	12,553,993,383 (A shares)	189,265,418 (A shares)	927,500 (A shares)
		415,662,404 (H shares)	927,795,348 (H shares)	0 (H shares)
		(92.064051%)	(7.929365%)	(0.006584%)
Special Resolution		For	Against	Abstained
15	To consider and approve the proposal in relation to the increase of issuance size of domestic and overseas debt financing instruments.	12,742,677,801 (A shares)	612,400 (A shares)	896,100 (A shares)
		1,314,690,271 (H shares)	28,767,481 (H shares)	0 (H shares)
		(99.785088%)	(0.208551%)	(0.006361%)

As more than 50% of the votes were cast in favour of resolutions 1 to 14, such resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the votes were cast in favour of resolution 15, such resolution was duly passed as special resolution.

In compliance with the requirements of the Hong Kong Listing Rules, the Company's H share registrar, Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking at the AGM.

III. LAWYERS' CERTIFICATION

As certified and stated in the legal opinion issued by Jia Yuan Law Offices, the convening and procedures, the qualifications of the convener and the attendees and the voting process of the AGM conformed to the requirements of the relevant laws and regulations including the Company Law of the People's Republic of China, the Rules for Shareholders' Meetings of Listed Companies and the Articles of Association of the Company. The voting results were lawful and valid.

By Order of the Board
China Railway Group Limited
Tam Chun Chung
Company Secretary

Beijing, the PRC
28 June 2024

As at the date of this announcement, the executive directors of the Company are Mr. CHEN Yun (Chairman), Mr. CHEN Wenjian and Mr. WANG Shiqi; the non-executive director of the Company is Mr. WEN Limin; the independent non-executive directors of the Company are Mr. CHUNG Shui Ming Timpson, Mr. ZHANG Cheng and Mr. XIU Long.