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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)

**ANNOUNCEMENT ON CHANGE OF COMPOSITION OF
THE BOARD OF DIRECTORS**

China Railway Group Limited (the “**Company**”) announces that the Company has been recently informed that Mr. Zhang Qinglin, an independent non-executive director of the first session of the board of directors of the Company, passed away due to illness. Mr. Zhang Qinglin performed his duties diligently and conscientiously and has made outstanding contributions to the operations and development of the Company during his tenure of service as independent non-executive director of the Company. The board of directors of the Company would like to express its sincere gratitude to Mr. Zhang Qinglin for his contributions to the development of the Company and its deepest sorrow at Mr. Zhang’s departure.

Mr. Zhang Qinglin, apart from serving as an independent non-executive director of the Company, also served as the chairman of the remuneration committee and a member of the nomination committee and safety, health and environment protection committee. Further announcement will be made by the Company when the Company appoints a new director upon completion of relevant procedures in accordance with the articles of association of the Company.

The Board of Directors of
China Railway Group Limited

1 March 2010

As at the date of this announcement, the executive directors of the Company are SHI Dahua (Chairman), LI Changjin and BAI Zhongren; the non-executive director is WANG Qiuming; and the independent non-executive directors are HE Gong, GONG Huazhang, WANG Taiwen and SUN Patrick.