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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)

This overseas regulatory announcement is made pursuant to Rule 13.10B and 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Please refer to the attached “Announcement of China Railway Group Limited on Disclosure of the Plan for Acquisition of Assets by Issuance of Shares and Further Suspension of Trading in Shares of the Company” published by China Railway Group Limited (the “**Company**”) on the Shanghai Stock Exchange website on 6 August 2018 for your information. The trading in the A shares of the Company has been suspended with effect from 7 May 2018 and will be further suspended with effect from 7 August 2018, while the trading in the H shares of the Company will not be suspended and remain as usual.

By Order of the Board
China Railway Group Limited
LI Changjin
Chairman

6 August 2018

As at the date of this announcement, the executive directors of the Company are LI Changjin (Chairman), ZHANG Zongyan, ZHOU Mengbo and ZHANG Xian; the independent non-executive directors are GUO Peizhang, WEN Baoman, ZHENG Qingzhi and CHUNG Shui Ming Timpson; and the non-executive director is MA Zonglin.

A Shares Stock Code: 601390 A Shares Stock Name: China Railway Announcement No.:
H Shares Stock Code: 00390 H Shares Stock Name: China Railway Lin 2018-063

**Announcement of China Railway Group Limited
on Disclosure of the Plan for Acquisition of Assets by Issuance of
Shares and Further Suspension of Trading in Shares of the Company**

The board of directors and all the directors of the Company hereby undertake that this announcement does not have any false or misleading statements or any material omissions, and assume the joint and several liability for the truthfulness, accuracy and completeness of the contents.

As China Railway Group Limited (the “Company”) is planning a market-driven debt-to-equity swap, upon application to the Shanghai Stock Exchange, the trading of A shares of the Company (the “Shares of the Company”) has been suspended with effect from 7 May 2018 in accordance with relevant provisions under the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange. In addition, on 21 May 2018, the Company has entered into the suspension of trading procedures in relation to material asset restructuring due to the acquisition of assets by issuance of shares (the “Acquisition of Assets by Issuance of Shares” or “Transaction”). For details, please refer to the Announcement of China Railway Group Limited on Suspension of Trading of Shares in Relation to Material Event (Announcement No.: Lin 2018-025), Announcement of China Railway Group Limited on Further Suspension of Trading of Shares in Relation to Material Event (Announcement No.: Lin 2018-027) and Announcement of China Railway Group Limited on Suspension of Trading in Relation to Material Asset Restructuring (Announcement No.: Lin 2018-032) dated 7 May 2018, 12 May 2018 and 19 May 2018, respectively, disclosed by the Company on the website of the Shanghai Stock Exchange (www.sse.com.cn). Upon the expiry of one month of the suspension, the Company published the Announcement of China Railway Group Limited on Further Suspension of Trading of Shares in Relation to Material Asset Restructuring (Announcement No.: Lin 2018-035) on 7 June 2018, pursuant to which the Company proposed further suspension of trading of the Shares of the Company for a period of not more than one month from 7 June 2018. Upon the expiry of two months of the suspension, the thirteenth meeting of the fourth session of the board of director of the Company was held on 6 July 2018, at which the Proposal in Relation to Further Suspension of Trading of Shares of the Company was considered and approved. The Company published the Announcement of China Railway Group Limited on Progress of Material Asset Restructuring and Further Suspension of Trading of Shares (Announcement No.: Lin 2018-051) on 7 July 2018, pursuant to which the Company

proposed further suspension of trading of the Shares of the Company for a period of not more than one month from 7 July 2018.

On 6 August 2018, the Company held the fourteenth meeting of the fourth session of the board of directors of the Company, at which the Plan for Acquisition of Assets by Issuance of Shares by China Railway Group Limited and other related proposals were considered and approved, and the Company published relevant announcements on the website of Shanghai Stock Exchange and other designated media. In accordance with the relevant regulations including the Notice on Regulatory Matters Concerning Implementation of Administration Measures for Significant Asset Restructuring of Listed Companies issued by China Securities Regulatory Commission and the Notice of Carrying out Information Disclosure Work of Mergers, Acquisitions and Reorganizations in Non-license Category issued by the Shanghai Stock Exchange, it is required for the Shanghai Stock Exchange to conduct a follow-up examination on the documents relating to the Acquisition of Assets by Issuance of Shares so that the Company proposed further suspension of trading of the Shares of the Company from 7 August 2018. The Company will perform its disclosure obligation in a timely manner and apply for resumption of trading in the Shares of the Company in accordance with the relevant regulations once the Company receives and responds to the feedback comments from the Shanghai Stock Exchange.

In light of the relatively great uncertainty involved in the Acquisition of Assets by Issuance of Shares and in order to ensure fair disclosure of information and safeguard the interests of the investors, the Company will announce the progress of the matters in a timely manner during the period of suspension of trading of shares.

The website and designated media for information disclosure of the Company are the website of the Shanghai Stock Exchange (www.sse.com.cn), the China Securities Journal, the Shanghai Securities News, the Securities Daily and the Securities Times. The relevant information on the Company shall be subject to the announcement published by the Company on the aforementioned website and designated media. Investors are advised to pay prompt attention to such announcement and be aware of investment risks.

Announcement is hereby given.

The Board of Directors of
China Railway Group Limited
7 August 2018