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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 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached “Announcement of China Railway Group Limited on Entry into of Agreement for a PPP Project” published by China Railway Group Limited on the Shanghai Stock Exchange website on 28 November 2016 for your information.

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

28 November 2016

As at the date of this announcement, the executive directors of the Company are LI Changjin (Chairman), YAO Guiqing and ZHANG Zongyan; and the independent non-executive directors are GUO Peizhang, WEN Baoman, ZHENG Qingzhi

A Shares Stock Name:	H Shares Stock Name:	Announcement No.:
China Railway	China Railway	Lin 2016-068
A Shares Stock Code:	H Shares Stock Code:	Announcement No.:
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Announcement of China Railway Group Limited on Entry into of Agreement for a PPP Project

The board of directors of China Railway Group Limited (the “Company”) and all the directors 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.

Recently, the Company has entered into a cooperation agreement (the “**Agreement**”) with the Urumqi Construction Committee of the Public-Private-Partnership (PPP) project (the “**Project**”) of Phase One of the Urumqi Metro Line 3. The total length of the Project is 21.2 kilometres. It starts from Cangfanggou Station in Saybagh District, Urumqi in the south and ends at Sangong North Station in Xinshi District, all of which are underground line and there are 18 stations along the track. The total investment amount of the Project is around RMB17.388 billion. The concession period of the Project is 35 years, among which the construction period is five years and the operation period is 30 years.

The Project will adopt a PPP model, under which the Urumqi Construction Committee is the implementation organisation of the Project authorised by the Urumqi Municipal Government. The Urumqi Government Procurement Centre, entrusted by the Urumqi Construction Committee, selected the Company as the private capital investor through public tendering for the Project. The Company and Urumqi Urban Metro Group Co., Ltd, the contributor designated by the Urumqi Municipal Government, will establish a project company, with the shareholding of 51% and 49%, respectively, which is responsible for the investment, construction, operation, maintenance and transfer of the Project. The project company will recover its investment and receive reasonable return by way of fare revenue, non-fare revenue and viability gap funding from the government. The Project will be transferred to the municipal government or

other designated entities at nil consideration upon the expiration of the operation period.

The contents in the agreement are the key cooperative conditions to the investment in the Project. After the establishment of the project company, the Urumqi Construction Committee will enter into a concession agreement with the project company to agree upon the specific matters in relation to investment, construction, operation, maintenance and transfer of the Project.

The tender for the Project has been considered and approved at the 24th meeting of the third session of the board of directors of the Company.

Notice is hereby given.

The Board of Directors of
China Railway Group Limited

29 November 2016