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中国通号

中國鐵路通信信號股份有限公司

China Railway Signal & Communication Corporation Limited*

(A joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 3969)

INCREASE IN A SHARE SHAREHOLDING IN THE COMPANY BY THE CONTROLLING SHAREHOLDER

This announcement is made by China Railway Signal & Communication Corporation Limited* (中國鐵路通信信號股份有限公司) (the “**Company**”) on a voluntary basis.

References are made to the announcements of the Company dated 18 October 2023 and 17 January 2024 (the “**Announcements**”) in relation to an increase in A share shareholding in the Company by China Railway Signal and Communication (Group) Corporation Limited (“**CRSC Group**”), the controlling shareholder of the Company. On 18 April 2024, the Company received a notification from CRSC Group in relation to the completion of the implementation of the shareholding increase plan. The details are as follows:

I. BASIC INFORMATION ON THE ENTITY OF THE SHAREHOLDING INCREASE

CRSC Group, the entity of the shareholding increase, is the controlling shareholder of the Company. Prior to the implementation of the shareholding increase plan, CRSC Group directly held 6,638,728,424 shares of the Company, which consisted of 6,604,426,424 A shares and 34,302,000 H shares, representing approximately 62.69% of the total number of shares in issue of the Company.

II. BASIC INFORMATION ON THE SHAREHOLDING INCREASE PLAN

Pursuant to the shareholding increase plan, within 6 months from 18 October 2023, CRSC Group increased its holding of A shares in the Company through the means permitted by the Shanghai Stock Exchange (the “**SSE**”) for a total cumulative amount of not less than RMB50 million and not more than RMB100 million. For details of the shareholding increase plan, please refer to the Announcements.

III. RESULTS OF THE IMPLEMENTATION OF THE SHAREHOLDING INCREASE PLAN

During the period from 18 October 2023 to 17 April 2024, CRSC Group utilized its self-owned funds amounting to approximately RMB50,145,100 to increase its shareholding in the Company by 9,789,576 A shares through the trading system of the SSE by way of centralized bidding, representing approximately 0.0924% of the total number of shares in issue of the Company.

As at the date of this announcement, CRSC Group directly holds 6,648,518,000 shares in the Company (consisting of: 6,614,216,000 A shares and 34,302,000 H shares), representing approximately 62.78% of the total number of shares in issue of the Company.

IV. LAWYER’S REVIEW OPINIONS

Zhong Lun Law Firm has issued the “Special Review Opinions on the Increase of Shareholding in China Railway Signal & Communication Corporation Limited by its Controlling Shareholder” (the “**Review Opinions**”) in respect of the shareholding increase plan. As at the date of issuance of the Review Opinions, CRSC Group possesses the qualifications to implement the shareholding increase; the shareholding increase is in compliance with the provisions of the Securities Law of the People’s Republic of China, the Administrative Measures for the Acquisition of Listed Companies and other relevant laws and regulations; the shareholding increase falls within the scope of the circumstances where it is exempt from the making an offer as stipulated in Item (v) of Clause I under Article 63 of the Administrative Measures for the Acquisition of Listed Companies; and the Company has already fulfilled the necessary information disclosure obligations in respect of the shareholding increase at this stage.

V. OTHER RELEVANT INFORMATION

- (I) The Company will fulfil its obligation of information disclosure in a timely manner in accordance with the Securities Law of the People’s Republic of China, the Administrative Measures for the Acquisition of Listed Companies, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange and other relevant regulations.
- (II) CRSC Group undertakes not to reduce its holdings of A shares of the Company during the statutory period after the implementation of the shareholding increase plan.

(III) The implementation of the shareholding increase plan by CRSC Group has not resulted in changes in the controlling shareholders and actual controllers of the Company.

By order of the Board
China Railway Signal & Communication Corporation Limited*
LOU Qiliang
Chairman

Beijing, the PRC
19 April 2024

As at the date of this announcement, the executive directors of the Company are Mr. LOU Qiliang and Mr. ZHANG Quan, and the independent non-executive directors of the Company are Mr. YAO Guiqing, Mr. YAO Cho Fai Andrew and Mr. FU Junyuan.

* *For identification purpose only*