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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)**

**SUPPLEMENTAL  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

Reference is made to the Notice of Extraordinary General Meeting dated 28 June 2010 (the “**Notice**”) which sets out the venue of the 2010 First Extraordinary General Meeting (the “**EGM**”) of China Railway Group Limited (the “**Company**”) and contains the resolutions to be proposed at the EGM for shareholders’ approval.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the EGM of the Company, which will be held as originally scheduled at Lecture Hall, China Railway Square, No. 69 Fuxing Road, Haidian District, Beijing, PRC on Thursday, 12 August 2010 at 9:30 a.m., will consider and, if thought fit, pass the following supplemental resolutions in addition to the resolutions set out in the Notice:

**As special resolutions:**

11. To approve the amendments to the Articles of Association of the Company as set out in Appendix I to the supplemental shareholders’ circular of the Company dated 28 July 2010.
12. To approve the amendments to the Procedural Rules for the Shareholders’ General Meeting of the Company as set out in Appendix II to the supplemental shareholders’ circular of the Company dated 28 July 2010.
13. To approve the amendments to the Procedural Rules for the Board of Directors of the Company as set out in Appendix III to the supplemental shareholders’ circular of the Company dated 28 July 2010.

**As ordinary resolutions:**

14. To consider and approve the appointment of Mr. Yao Guiqing as a director of the Company with immediate effect until the expiry of the term of the first session of the Board of Directors.

15. To consider and approve the appointment of Mr. Wang Qiuming as a shareholder representative supervisor of the Company with immediate effect until the expiry of the term of the first session of the Supervisory Committee of the Company.

By order of the Board  
**Yu Tengqun**                      **Tam Chun Chung**  
*Joint Company Secretaries*

Beijing, the PRC  
28 July 2010

*Notes:*

- (1) Details of the above resolutions are set out in the supplemental shareholders' circular ("Supplemental Circular") of the Company dated 28 July 2010. Unless otherwise defined in this notice, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the Supplemental Circular.
- (2) A supplemental proxy form in respect of the special resolutions numbered 11 to 13 and the ordinary resolutions numbered 14 and 15 mentioned above is enclosed with the Supplemental Circular.
- (3) Please refer to the Notice of the EGM set out in the shareholders' circular of the Company dated 28 June 2010 for details of the other resolutions to be proposed at the EGM, closure of register of members, eligibility for attending the EGM, registration procedures for attending the EGM, appointment of proxy and other relevant matters.

*As at the date of this announcement, the executive directors of the Company are LI Changjin (Chairman) 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.*