
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following expressions shall have the following meanings. Certain other terms are explained in the section headed “Glossary of Technical Terms”.

- “12th Five-Year Plan” the Twelfth Five-Year Plan for National Economic and Social Development (2011-2015) approved by the fourth meeting of the State Council at the Eleventh National People’s Congress in 2011
- “Application Form(s)” **WHITE** application form(s) and **YELLOW** application form(s) and **GREEN** application form(s), or where the context so requires, any of them, relating to the Hong Kong Public Offering
- “Articles of Association” or “Articles” . . . the articles of association of our Company, conditionally adopted on 28 March 2014 to take effect on the Listing Date, as amended or supplemented from time to time
- “A Share(s)” domestic share(s) of our Company with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange
- “A Shares Offering” the offer for subscription of 2,500,000,000 A Shares by our Company to the public in the PRC, which commenced trading on the Shanghai Stock Exchange on 29 December 2009
- “Beijing CNR Investment” Beijing CNR Investment Co., Ltd.* (北京北車投資有限責任公司) (formerly known as Datong Qianjin Investment Co., Ltd.* (大同前進投資有限責任公司)), a PRC limited liability company established on 10 July 2007, a wholly owned subsidiary of CNRG and a shareholder and promoter of our Company
- “Board” or “Board of Directors” the board of Directors
- “Business Day” any day (excluding a Saturday, or a Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
- “CAGR” compound annual growth rate
- “CBRC” China Banking Regulatory Commission (中國銀行業監督管理委員會)
- “CCASS” the Central Clearing and Settlement System established and operated by HKSCC

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- “CCASS Clearing Participant” a person admitted to participate in CCASS as a direct clearing participant or a general clearing participant
- “CCASS Custodian Participant” a person admitted to participate in CCASS as a custodian participant
- “CCASS Investor Participant” a person admitted to participate in CCASS as an investor participant, who may be an individual or joint individuals or a corporation
- “CCASS Operational Procedures” the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time in force
- “CCASS Participant” a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
- “CEIC” CEIC Data, a company providing timely and comprehensive macroeconomic databases for emerging and developed economics
- “China” or the “PRC” the People’s Republic of China excluding, for the purpose of this prospectus, the Hong Kong Special Administrative Region of China, the Macau Special Administrative Region of China and Taiwan
- “CNR Beijing Feb. 7th” Beijing Feb. 7th Railway Transportation Equipment Co., Ltd.* (北京二七軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Beijing Nankou” Beijing Nankou Railway Transportation Machinery Co., Ltd.* (北京南口軌道交通機械有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Changchun” Changchun Railway Vehicle Co., Ltd.* (長春軌道客車股份有限公司), a PRC joint stock limited liability company established on 18 March 2002, and a non-wholly owned subsidiary of CNR. CNR Changchun is owned as to 93.54% by our Company, 5.16% by Jilin Golden Bean Industrial Group Co., Ltd.* (吉林省金豆實業集團有限公司), 0.80% by KTK Group Co., Ltd.* (今創集團股份有限公司), 0.43% by Jiangsu Joint Investment Co., Ltd.* (江蘇聯合投資有限公司), 0.06% by China Railway Science and Technology Development Co., Ltd.* (中鐵科學技術開發公司) and 0.01% by Jilin Yanbian Forestry Group Dunhua Forestry Co., Ltd.* (吉林延邊林業集團敦化林業有限公司)

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- “CNR Changchun Equipment” Changchun Railway Vehicle Equipment Co., Ltd.* (長春軌道客車裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR Changchun
- “CNR Construction and Engineering” CNR Construction and Engineering Co., Ltd.* (北車建設工程有限責任公司), a PRC limited liability company established on 10 February 2012, and a wholly owned subsidiary of CNR
- “CNR CR” Beijing CNR Railway Transportation Equipment Co., Ltd.* (北京北車中鐵軌道交通裝備有限公司), a PRC limited liability company established on 6 January 2009, and a non-wholly owned subsidiary of CNR. CNR CR is owned as to 51% by our Company and 49% by China Railway Engineering Consulting Group Co., Ltd.* (中鐵工程設計諮詢集團有限公司)
- “CNR Dalian” CNR Dalian Locomotive & Rolling Stock Co., Ltd.* (中國北車集團大連機車車輛有限公司), a PRC limited liability company established on 1 January 1981, and a wholly owned subsidiary of CNR
- “CNR Dalian Electric Traction” CNR Dalian Electric Traction R&D Center Co., Ltd.* (北車大連電力牽引研發中心有限公司), a PRC limited liability company established on 16 October 2013, and a wholly owned subsidiary of CNR
- “CNR Dalian Institute” CNR Dalian Locomotive Research Institute Co., Ltd.* (中國北車集團大連機車研究所有限公司), a PRC limited liability company established on 24 September 1995, and a wholly owned subsidiary of CNR
- “CNR Datong” CNR Datong Electric Locomotive Co., Ltd.* (中國北車集團大同電力機車有限責任公司), a PRC limited liability company established on 28 February 2003, and a wholly owned subsidiary of CNR
- “CNR Financial” CNR Financial Corp., Ltd.* (中國北車集團財務有限公司), a PRC limited liability company established on 30 November 2012, and is owned as to 91.66% by our Company and 8.34% by CNRG.
- “CNR Guifa” Shanghai Railway Transportation Equipment Development Co., Ltd.* (上海軌道交通設備發展有限公司), a PRC limited liability company established on 27 February 2003, and is owned as to 51.00% by our Company, 34.21% by Shanghai Electric Group Limited* (上海電氣集團股份有限公司) and 14.79% by Shanghai Electric (Group) Corporation* (上海電氣(集團)總公司)

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- “CNR Harbin” Harbin Railway Transportation Equipment Co., Ltd.* (哈爾濱軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of New CNR Qiqihar
- “CNR Hong Kong” CNR (Hong Kong) Corporation Limited (北車(香港)有限公司), a Hong Kong limited liability company incorporated on 25 August 2010, and a wholly owned subsidiary of CNR
- “CNR Import & Export” CNR Import & Export Corp., Ltd.* (北車進出口有限公司), a PRC limited liability company established on 1 June 1998 and a wholly owned subsidiary of CNR
- “CNR Jinan” Jinan Railway Vehicle Equipment Co., Ltd.* (濟南軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Lanzhou” CNR Lanzhou Locomotive Co., Ltd.* (北車蘭州機車有限公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Leasing” CNR Investment & Leasing Corp., Ltd.* (北車投資租賃有限公司), a PRC limited liability company established on 11 January 2008, and a wholly owned subsidiary of CNR
- “CNR Logistics” Beijing CNR Logistics Development Corp., Ltd.* (北京北車物流發展有限責任公司), a PRC limited liability company established on 4 April 2002, and an indirectly wholly owned subsidiary of CNR. CNR Logistics is owned as to 92% by our Company, 3.32% by CNR Qiqihar, 1.67% by CNR Shenyang, 1.67% by CNR Xi’an, 0.67% by CNR Taiyuan, and 0.67% by CNR Jinan
- “CNR MA” CNR MA Corporation (北車(美國)公司), a U.S. limited liability company established on 18 March 2014, and a non-wholly owned subsidiary of CNR. CNR MA is owned as to 51% by our Company and 49% by CNR Changchun
- “CNR Qingdao Sifang” Qingdao Sifang Rolling Stock Research Institute Co., Ltd.* (青島四方車輛研究所有限公司), a PRC limited liability company established on 10 June 1994, and a wholly owned subsidiary of CNR

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- “CNR Qiqihar” Qiqihar Railway Rolling Stock Co., Ltd.* (齊齊哈爾軌道交通裝備有限責任公司), a PRC limited liability company established on 6 July 2007, and a wholly owned subsidiary of New CNR Qiqihar
- “CNR Shenyang” CNR Shenyang Locomotive & Rolling Stock Co., Ltd.* (中國北車集團瀋陽機車車輛有限責任公司), a PRC limited liability company established on 25 November 1979, and a wholly owned subsidiary of CNR
- “CNR South Africa” CNR Rolling Stock Africa Proprietary Limited (北車(南非)公司), a South Africa limited liability company established on 27 January 2014, and a non-wholly owned subsidiary of CNR. CNR South Africa is owned as to 66% by our Company, 30% by Endinamix (Pty) Limited, 2% by Cadiz Corporation Solutions, and 2% by Global Railway Africa (Proprietary) Limited
- “CNR Southern” CNR Southern Co., Ltd.* (北車南方有限公司), a PRC limited liability company established on 27 September 2013, and a wholly owned subsidiary of CNR
- “CNR Taiyuan” Taiyuan Railway Transportation Equipment Co., Ltd.* (太原軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Tangshan” Tangshan Railway Vehicle Co., Ltd.* (唐山軌道客車有限責任公司), a PRC limited liability company established on 10 July 2007, and a wholly owned subsidiary of CNR
- “CNR Tianjin” Tianjin JL Railway Transportation Equipment Co., Ltd.* (天津機輛軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Xi’an” Xi’an Railway Vehicles Equipment Co., Ltd.* (西安軌道交通裝備有限責任公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR
- “CNR Yingtai” Beijing Tsinghua Software Information Technology Co., Ltd.* (北京清軟英泰信息技術有限公司), a PRC limited liability company established on 8 July 1998, and a non-wholly owned subsidiary of CNR. CNR Yingtai is owned as to 51% by our Company, 39% by Beijing Yingtai Shuimu Investment Management Co., Ltd.* (北京英泰水木投資管理有限公司), and 10% by Tsinghua Holdings Co., Ltd.* (清華控股有限公司)

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“CNRG”	China Northern Locomotive & Rolling Stock Industry (Group) Corporation* (中國北方機車車輛工業集團公司), a large-scale state-owned enterprise established on 1 July 2002, our Controlling Shareholder and one of the promoters of our Company
“CNRG Group”	CNRG and its subsidiaries, excluding our Group
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provision) Ordinance (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Company” or “our Company” or “CNR”	China CNR Corporation Limited* (中國北車股份有限公司), a joint stock company with limited liability incorporated in the PRC on 26 June 2008, whose A Shares have been listed on the Shanghai Stock Exchange since 29 December 2009 (Stock Code: 601299)
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules, and in the context of this prospectus, refers to the controlling shareholder of our Company, being CNRG
“CRC”	China Railway Corporation* (中國鐵路總公司), a state-owned enterprise established in March 2013, which has undertaken the railway operation assets and business of the former MOR and is the national railway operator of the PRC
“CSR”	China South Locomotive & Rolling Stock Corporation Limited* (中國南車股份有限公司), a joint stock limited liability company established in the PRC on 28 December 2007
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“CSRG”	China South Locomotive & Rolling Stock Industry (Group) Corporation* (中國南車集團公司) a large-scale wholly state-owned enterprise, which was established on 2 July 2002

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“Daqin Line”	railroad that runs from Hanjialing Railway Station, Datong, Shanxi Province to Liucun South Station, Qinhuangdao, Hebei Province
“Director(s)” or “our Director(s)”	.....	the director(s) of our Company
“EIT Law”	.....	Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法), as amended on 16 March 2007 and effective from 1 January 2008
“E.U.”	.....	European Union
“EUR”	.....	Euro, the currency used by the E.U.
“GDP”	.....	gross domestic product
“Global Offering”	.....	the Hong Kong Public Offering and the International Offering
“GREEN application form(s)”	.....	the application form(s) to be completed by the White Form eIPO Service Provider, Computershare Hong Kong Investor Services Limited
“Group”, “we” or “us”	.....	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require), or where the context so requires, in respect of the period before our Company became the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“H Share(s)”	.....	overseas listed foreign share(s) in our ordinary share capital, with a nominal value of RMB1.00 each, which are to be listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Share Registrar”	.....	Computershare Hong Kong Investor Services Limited
“HK\$” or “HK dollars” or “Hong Kong dollars”	.....	Hong Kong dollars, the lawful currency of Hong Kong
“HKSCC”	.....	Hong Kong Securities Clearing Company Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC Nominees”	.....	HKSCC Nominees Limited, a wholly owned subsidiary of HKSCC
“Hong Kong” or “HK”	.....	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as amended from time to time)

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“Hong Kong Public Offering”	the issue and offer for subscription of the Hong Kong Public Offer Shares to the public in Hong Kong for cash (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus) at the Offer Price (plus brokerage, SFC transaction levies, and Hong Kong Stock Exchange trading fees), subject to and in accordance with the terms and conditions described in this prospectus and the Application Forms as further described in the section headed “Structure of the Global Offering—Hong Kong Public Offering” in this prospectus
“Hong Kong Public Offer Shares”	182,120,000 new H Shares being initially offered by our Company for subscription at the Offer Price pursuant to the Hong Kong Public Offering (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus)
“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering listed in the section “Underwriting” in this prospectus
“Hong Kong Underwriting Agreement”	the underwriting agreement dated 9 May 2014 relating to the Hong Kong Public Offering entered into by, among others, our Company and the Hong Kong Underwriters, as further described in “Underwriting—Underwriting Arrangements and Expenses” in this prospectus
“IFRS”	International Financial Reporting Standards, which include the International Accounting Standards, amendments and interpretations issued by the International Accounting Standards Board
“IMF”	International Monetary Fund
“Independent Third Party(ies)”	person(s) or company(ies) which is(are) not a connected person(s) (as defined in the Hong Kong Listing Rules) of our Company
“International Offering”	the offering of the International Offer Shares at the Offer Price outside the United States in accordance with Regulation S, and in the United States only to QIBs in reliance on Rule 144A or another available exemption from registration requirement of the Securities Act, as further described in the section headed “Structure of the Global Offering” in this prospectus
“International Offer Shares”	1,639,080,000 new H Shares being initially offered under the International Offering together, where relevant, with any additional H Shares to be issued pursuant to the

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exercise of the Over-allotment Option, the number of which is further subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus

- “International Underwriters” the underwriters of the International Offering that are expected to enter into the International Underwriting Agreement to underwrite the International Offering
- “International Underwriting Agreement” the underwriting agreement relating to the International Offering, which is expected to be entered into on or around 16 May 2014 by, among others, our Company and the International Underwriters
- “Joint Bookrunners” UBS AG, Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited, Macquarie Capital Securities Limited, Deutsche Bank AG, Hong Kong Branch, Goldman Sachs (Asia) L.L.C., Morgan Stanley Asia Limited (for Hong Kong Public Offering), Morgan Stanley & Co. International plc. (for International Offering), The Hongkong and Shanghai Banking Corporation Limited, BOCI Asia Limited, Credit Suisse (Hong Kong) Limited, Daiwa Capital Markets Hong Kong Limited, ICBC International Capital Limited and China Merchants Securities (HK) Co., Limited
- “Joint Global Coordinators” UBS AG, Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited, Macquarie Capital Securities Limited, Deutsche Bank AG, Hong Kong Branch and Goldman Sachs (Asia) L.L.C.
- “Joint Lead Managers” UBS AG, Hong Kong Branch, China International Capital Corporation Hong Kong Securities Limited, Macquarie Capital Securities Limited, Deutsche Bank AG, Hong Kong Branch, Goldman Sachs (Asia) L.L.C., Morgan Stanley Asia Limited (for Hong Kong Public Offering), Morgan Stanley & Co. International plc. (for International Offering), The Hongkong and Shanghai Banking Corporation Limited, BOCI Asia Limited, Credit Suisse (Hong Kong) Limited, Daiwa Capital Markets Hong Kong Limited, ICBC International Securities Limited and China Merchants Securities (HK) Co., Limited
- “Joint Sponsors” UBS Securities Hong Kong Limited, China International Capital Corporation Hong Kong Securities Limited and Macquarie Capital Securities Limited

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“Latest Practicable Date”	2 May 2014 being the latest practicable date for the purposes of ascertaining certain information contained in this prospectus
“Listing”	the listing of our H Shares on the Main Board of the Hong Kong Stock Exchange
“Listing Committee”	the listing sub-committee of the board of directors of the Hong Kong Stock Exchange
“Listing Date”	the date, expected to be on or around 22 May 2014, on which our H Shares are listed on the Hong Kong Stock Exchange and from which dealings in our H Shares are permitted to take place on the Hong Kong Stock Exchange
“Main Board”	the stock exchange operated by the Hong Kong Stock Exchange which is independent from and operated in parallel to the Growth Enterprise Market of the Hong Kong Stock Exchange
“Mandatory Provisions”	the Mandatory Provisions for Articles of Association of Companies Seeking an Overseas Listing (到境外上市公司章程必備條款), for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas, promulgated on 27 August 1994 by the PRC State Council Securities Policy Committee and the PRC State Commission for Restructuring the Economic System, as amended, supplemented or otherwise modified from time to time
“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“MLR”	Ministry of Land and Resources of the PRC (中華人民共和國國土資源部)
“MOT”	Ministry of Transport of the PRC (中華人民共和國交通運輸部)
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“MOR”	the former Ministry of Railway of the PRC (中華人民共和國鐵道部)
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)

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“New CNR Qiqihar”	CNR Qiqihar Rolling Stock Co., Ltd.* (北車齊齊哈爾鐵路車輛有限責任公司), a PRC limited liability company established on 26 December 2012, and a wholly owned subsidiary of CNR
“NRA”	National Railway Administration of the PRC (中華人民共和國國家鐵路局)
“NSSF”	National Council for Social Security Fund of the PRC (中華人民共和國全國社會保障基金理事會)
“OFAC”	The U.S. Department of Treasury’s Office of Foreign Assets Control
“Offer Price”	the final Hong Kong dollar price per Offer Share (exclusive of brokerage, SFC transaction levies, and Hong Kong Stock Exchange trading fees) of not more than HK\$6.20 and expected to be not less than HK\$5.00, such price to be agreed upon by our Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) on or before the Price Determination Date
“Offer Shares”	the Hong Kong Public Offer Shares and the International Offer Shares
“Over-allotment Option”	the option granted by us to the Joint Global Coordinators, pursuant to which we may be required to allot and issue up to 273,180,000 additional H Shares (representing up to 15% of the H Shares initially being offered under the Global Offering) at the Offer Price to, among other things, cover over-allocations in the International Offering, details of which are described in the section headed “Structure of the Global Offering” of this prospectus
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law” or “Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended and adopted by the Standing Committee of the Tenth National People’s Congress of the PRC on 27 October 2005 and effective on 1 January 2006, as amended, supplemented or otherwise modified from time to time, which was further amended on 28 December 2013 to take effect on 1 March 2014
“PRC GAAP”	generally accepted accounting principles in the PRC

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“PRC government” or “state”	the government of the PRC including all political subdivisions (including provincial, municipal and other regional or local government entities) and their instrumentalities thereof or, where the context requires, any of them
“Predecessor Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force from time to time before 3 March 2014
“Price Determination Date”	the date, expected to be on or around 16 May 2014, but no later than 21 May 2014, on which the Offer Price is fixed for the purpose of the Global Offering
“Province” or “province”	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the central government of the PRC
“QIBs or “Qualified Institutional Buyers”	qualified institutional buyers as defined in Rule 144A
“Regulation S”	Regulation S under the Securities Act
“Reporting Accountants”	KPMG (畢馬威會計師事務所)
“RMB” or “Renminbi”	Renminbi Yuan, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	the State Administration for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“Securities Act”	the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

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“Shanghai Stock Exchange”	the Shanghai Stock Exchange (上海證券交易所)
“Shareholders”	holder(s) of the Share(s)
“Share Option”	options granted under the Share Option Scheme
“Share Option Scheme”	the A Shares share option scheme adopted by our Shareholders on 26 October 2012 for the benefit of our Directors, members of senior management, employees and other eligible participants defined in the scheme, a summary of the principal terms of which is set forth in the section headed “Appendix VII—Statutory and General Information—D. Other Information—1. Share Option Scheme”
“Shares”	ordinary shares in the capital of our Company with a nominal value of RMB1.00 each, comprising A Shares and H Shares
“South African Rand” or “R”	the lawful currency of South Africa
“Stabilizing Manager”	UBS AG, Hong Kong Branch
“State Administration of Taxation” or “SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Supervisors”	the supervisors of our Company
“Supervisory Committee”	the supervisory committee of our Company
“Track Record Period”	the period comprising the years ended 31 December 2011, 2012 and 2013
“U.N.”	United Nations
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States” or “U.S.”	the United States of America
“UNSC”	the United Nations Security Council
“U.S.\$” or “US dollars”	United States dollars, the lawful currency of the United States

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- “White Form eIPO” applying for Hong Kong Public Offer Shares to be issued in your own name by submitting applications online through the designated website for the White Form eIPO Service Provider, **www.eipo.com.hk**
- “White Form eIPO Service Provider” Computershare Hong Kong Investor Services Limited
- “Yongji Xinshisu” Yongji Xinshisu Electric Equipment Co., Ltd.* (永濟新時速電機電器有限公司), a PRC limited liability company established on 9 July 2007, and a wholly owned subsidiary of CNR

In this prospectus, the terms “associate”, “connected person”, “connected transaction”, “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Hong Kong Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this prospectus have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

In this prospectus, if there is any inconsistency between the Chinese names of the entities or enterprises established in China and their English translations, the Chinese names shall prevail. English translation of company names in Chinese or another language which are marked with “” is for identification purpose only.*