

MTR Corporation Limited (地鐵有限公司)

(Incorporated in Hong Kong with limited liability)

ANNUAL GENERAL MEETING HELD ON 15TH MAY, 2003 POLL RESULTS

MTR Corporation Limited (“the Company”) is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting of the Company held on 15th May, 2003 as follows:

	Resolutions	Number of Votes (%)	
		For	Against
1.	To receive and consider the audited Statement of Accounts and the Reports of the Directors and the Auditors of the Company for the year ended 31st December, 2002.	4,070,262,985 (99.9986%)	58,780 (0.0014%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare a final dividend for the year ended 31st December, 2002.	4,083,817,156 (99.9995%)	19,991 (0.0005%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(a).	To re-elect T Brian Stevenson as a member of the Board of Directors of the Company.	4,051,668,031 (99.9940%)	242,598 (0.0060%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(b).	To re-elect Frederick Ma Si Hang as a member of the Board of Directors of the Company.	4,051,202,893 (99.9825%)	707,729 (0.0175%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(c).	To re-elect Professor Cheung Yau Kai as a member of the Board of Directors of the Company.	4,051,655,191 (99.9935%)	261,595 (0.0065%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(d).	To re-elect Edward Ho Sing Tin as a member of the Board of Directors of the Company.	4,051,615,392 (99.9926%)	299,799 (0.0074%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.	To re-appoint KPMG as Auditors of the Company and authorise the Board of Directors to determine their remuneration.	4,082,794,776 (99.9971%)	116,517 (0.0029%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
5.	To grant a general mandate to the Board of Directors to allot, issue, grant, distribute and otherwise deal with additional shares in the Company, not exceeding twenty per cent. of the issued share capital of the Company at the date of this Resolution (as adjusted).*	4,047,904,886 (98.1425%)	76,613,659 (1.8575%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

6.	To grant a general mandate to the Board of Directors to purchase shares in the Company, not exceeding ten per cent. of the issued share capital of the Company at the date of this Resolution.*	4,083,691,763 (99.9969%)	125,757 (0.0031%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
7.	Conditional on the passing of Resolutions 5 and 6, to authorise the Board of Directors to exercise the powers to allot, issue, grant, distribute and otherwise deal with additional shares in the Company under Resolution 5 in respect of the aggregate nominal amount of share capital in the Company purchased by the Company.*	4,083,140,710 (99.9955%)	184,104 (0.0045%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

* *The full text of the Resolution is set out in the Notice of the Annual General Meeting.*

For and on behalf of
MTR Corporation Limited
Leonard Bryan Turk
Company Secretary

Hong Kong, 15th May, 2003

Please also refer to the published version of this announcement in The Standard dated 16-5-2003.

