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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 and 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Hong Kong Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Please refer to the attached “Indicative Announcement of China Railway Group Limited on Resumption of Trading in Shares of the Company” published by China Railway Group Limited (the “**Company**”) on the Shanghai Stock Exchange website on 17 August 2018 for your information. The trading in the A shares of the Company has been suspended with effect from 7 May 2018. Upon application to the Shanghai Stock Exchange, the trading in A shares of the Company will be resumed from the market opening on 20 August 2018 in accordance with relevant provisions.

Reference is made to the announcement of the Company dated 6 August 2018 in relation to proposed issuance of new A shares for acquisition by the Company. The Company has applied to The Stock Exchange of Hong Kong Limited (“**Hong Kong Stock Exchange**”) for, and Hong Kong Stock Exchange has already granted, the waiver from strict compliance with the time requirement in the Rules 14.60A and 14.62 of the Hong Kong Listing Rules subject to the conditions that: (i) the Company will announce and submit the required information under Rules 14.60A and 14.62 by October 2018; and (ii) the Company discloses details of the waiver (including reasons) by way of an announcement. The Company will comply with relevant provisions in Rules 14.60A and 14.62 of the Hong Kong Listing Rules as soon as possible by the end of October 2018.

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

17 August 2018

As at the date of this announcement, the executive directors of the Company are LI Changjin (Chairman), ZHANG Zongyan, ZHOU Mengbo and ZHANG Xian; the independent non-executive directors are GUO Peizhang, WEN Baoman, ZHENG Qingzhi and CHUNG Shui Ming Timpson; and the non-executive director is MA Zonglin.

A Shares Stock Code: 601390 A Shares Stock Name: China Railway Announcement No.:
H Shares Stock Code: 00390 H Shares Stock Name: China Railway Lin 2018-066

Indicative Announcement of China Railway Group Limited on Resumption of Trading in Shares of the Company

The board of directors and all the directors of the Company 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.

As China Railway Group Limited (the “Company”) is planning a market-driven debt-to-equity swap, upon application to the Shanghai Stock Exchange, the trading of A shares of the Company (the “Shares of the Company”) has been suspended with effect from 7 May 2018 in accordance with relevant provisions under the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange. In addition, on 19 May 2018, the Company has entered into the suspension of trading procedures in relation to material asset restructuring due to the acquisition of assets by issuance of shares (the “Acquisition of Assets by Issuance of Shares” or “Transaction”). Upon the expiry of one month of the suspension, the Company published the Announcement of China Railway Group Limited on Further Suspension of Trading of Shares in Relation to Material Asset Restructuring (Announcement No.: Lin 2018-035) on 7 June 2018, pursuant to which the Company proposed further suspension of trading of the Shares of the Company for a period of not more than one month from 7 June 2018. Upon the expiry of two months of the suspension, the Company published the Announcement of China Railway Group Limited on Progress of Material Asset Restructuring and Further Suspension of Trading of Shares (Announcement No.: Lin 2018-051) on 7 July 2018, pursuant to which the Company proposed further suspension of trading of the Shares of the Company for a period of not more than one month from 7 July 2018.

On 6 August 2018, the Company held the fourteenth meeting of the fourth session of the board of directors of the Company, at which the proposals in relation to the Acquisition of Assets by Issuance of Shares including the Proposal on the Plan for Acquisition of Assets by Issuance of Shares by the Company were considered and approved, and the Company published relevant announcements and documents on the website of Shanghai Stock Exchange (www.sse.com.cn) on 7 August 2018.

On 13 August 2018, the Company received the Enquiry Letter on the Plan for Acquisition of Assets by Issuance of Shares by China Railway Group Limited (Shangzhenggonghan [2018]

No. 0857) issued by the Shanghai Stock Exchange (the “Enquiry Letter”). For details, please refer to the Announcement on Receipt of the Enquiry Letter on the Plan for Acquisition of Assets by Issuance of Shares by China Railway Group Limited Issued by the Shanghai Stock Exchange (Announcement No.: Lin 2018-064) published by the Company on 14 August 2018. According to relevant requirements of the Enquiry Letter, the Company and relevant intermediaries conducted prudent analysis and replied to the Shanghai Stock Exchange before 20 August 2018. For details, please refer to the Reply to Relevant Questions in the Enquiry Letter on the Plan for Acquisition of Assets by Issuance of Shares by China Railway Group Limited Issued by the Shanghai Stock Exchange published by the Company.

Upon application to the Shanghai Stock Exchange, the trading of the Shares of the Company will be resumed from the market opening on 20 August 2018 in accordance with relevant provisions.

In light of the relatively great uncertainty involved in the Acquisition of Assets by Issuance of Shares which is subject to the approval of relevant authorities, the Company will fulfil its information disclosure obligations in a timely manner in strict compliance with requirements of relevant laws and regulations.

Announcement is hereby given.

The Board of Directors of
China Railway Group Limited
18 August 2018