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 ANNUAL GENERAL MEETING FOR THE YEAR 2014

Reference is made to the notice of annual general meeting for the year 2014 dated 20 April 2015 (the "**Notice**") which sets out the venue of the annual general meeting for the year 2014 (the "**AGM**") of China Railway Group Limited (the "**Company**") and contains resolutions to be tabled before the AGM for shareholders' approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM, which will be held as originally scheduled at 9:30 a.m. on Monday, 18 May 2015 at Conference Room, China Railway Square, No. 69 Fuxing Road, Haidian District, Beijing, PRC, will consider and, if thought fit, pass the following supplemental resolutions in addition to the resolutions set out in the Notice:

By way of ordinary resolutions:

10. To consider and approve the "Proposal on the Special Self-Inspection Report of the Real Estate Business of China Railway Group Limited".

11. To consider and approve the "Proposal on the Letter of Undertaking on the Real Estate Business of China Railway Group Limited by the Directors, Supervisors and Senior Management of China Railway Group Limited".

12. To consider and approve the "Proposal on the Letter of Undertaking on the Real Estate Business of China Railway Group Limited by the Controlling Shareholder of China Railway Group Limited".

By way of special resolution:

13. To consider and approve the "Proposal on the Extension of the Validity Period of the Resolution of the Annual General Meeting for the Year 2011 Regarding the Issue of Corporate Bonds with a Principal Amount Not Exceeding RMB10 Billion by China Railway Group Limited", details of which are as follows:

"The 'Proposal on the Issue of Corporate Bonds with a Principal Amount Not Exceeding RMB10 Billion by China Railway Group Limited' was considered and approved as a special resolution on the 2011 annual general meeting held on 26 June 2012, on which the Company was approved to issue corporate bonds in Mainland China with a principal amount not exceeding RMB10 billion, subject to approval of the relevant regulatory authorities. The validity period of the resolution was 36 months from the date on which the resolution was passed at the relevant shareholders' general meeting. As the validity period of the above resolution passed at the shareholders' general meeting will expire on 26 June 2015, to facilitate the reporting and issue of the corporate bonds, it is proposed to extend the validity period of the above resolution passed at the shareholders' general meeting by 12 months from 26 June 2015 to 26 June 2016. Other aspects of the issue plan and the authorisation to the Chairman and President to exercise full power to handle all matters relating to the issue and listing of the corporate bonds will remain unchanged."

By Order of the Board
China Railway Group Limited
Yu Tengqun Tam Chun Chung
Joint Company Secretaries

Beijing, the PRC
4 May 2015

Notes:

1. Details of the above resolutions are set out in the shareholders' circular ("**Circular**") of the Company dated 4 May 2015. Unless otherwise defined in this supplemental notice, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the Circular.

2. A supplemental proxy form in respect of the resolutions numbered 10 to 13 above is enclosed with the Circular.

3. Please refer to the notice of AGM dated 20 April 2015 for details of the other resolutions to be tabled before the AGM, closure of register of members, eligibility for attending the AGM, registration procedures for attending the AGM, appointment of proxy and other relevant matters.

As at the date of this announcement, the executive directors of the Company are LI Changjin (Chairman), YAO Guiqing and DAI Hegen; and the independent non-executive directors are GUO Peizhang, WEN Baoman, ZHENG Qingzhi and NGAI Wai Fung.