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中國北車股份有限公司

China CNR Corporation Limited

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 6199)

**ANNOUNCEMENT
RESULTS OF THE EXERCISE OF CNR PUT OPTION
FOR CNR H SHARES**

Reference is made to the announcement of CNR dated 29 April 2015 in relation to the implementation of the exercise of CNR Put Option for CNR H Shares and the announcement of CNR dated 7 May 2015 in relation to the reminder of the exercise of CNR Put Option for CNR H Shares. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the circular jointly published by CNR and CSR dated 21 January 2015 (the “**Circular**”) in relation to, among others, the Merger of CNR and CSR.

The CNR Put Option Declaration Period was from 9:30 a.m. to 4:30 p.m. on 7 May 2015. The results of the exercise of CNR Put Option for CNR H Shares are as follows:

There was no registration for election of the exercise of CNR Put Option for CNR H Shares from any CNR Dissenting Shareholder holding CNR H Shares during the CNR Put Option Declaration Period.

By order of the board of
China CNR Corporation Limited
Cui Dianguo
Chairman

Beijing, China
11 May 2015

As at the date of this announcement, CNR's Board comprises Mr. Xi Guohua as executive director, Mr. Cui Dianguo and Mr. Wan Jun as non-executive directors, and Mr. Li Fenghua, Mr. Zhang Zhong, Ms. Shao Ying and Mr. Sun Patrick as independent non-executive directors. The CNR Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any of the statements in this announcement misleading.