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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)

## RESULTS ANNOUNCEMENT FOR THE FIRST QUARTER ENDED 31 MARCH 2019

The Board of Directors of China Railway Group Limited (the "Company") announces the unaudited results (the "First Quarterly Results") of the Company and its subsidiaries for the first quarter ended 31 March 2019 (the "Reporting Period"), which have been prepared in accordance with the Accounting Standards for Business Enterprises of the PRC. This announcement is made in accordance with Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

#### 1 IMPORTANT NOTICE

1.1 The Board of Directors and the Supervisory Committee of the Company and its directors, supervisors and senior management warrant that there are no false presentations or misleading statements contained in, or material omissions from, this report, and severally and jointly accept legal responsibility for the authenticity, accuracy and completeness of the information contained in this quarterly report.

#### 1.2 Director Absent from the Board Meeting

| Name of the director absent from absent from the Board meeting the Board meeting |          | Reason for being absent from the Board meeting | Proxy       |
|--|----------|--|-------------|
| ZHANG Xian   | Director | Due to other business matters                  | ZHOU Mengbo |

On 29 April 2019, the Company convened the 21th meeting of the fourth session of the Board of Directors, which considered and approved the first quarterly report of 2019. Mr. ZHANG Xian, an executive director of the Company, was unable to attend the meeting in person due to other business matters, and appointed Mr. ZHOU Mengbo, an executive director of the Company, as a proxy to attend the meeting and vote on his behalf.

- 1.3 Mr. LI Changjin, person in charge of the Company, Mr. YANG Liang, person in charge of accounting affairs and Mr. HE Wen, person in charge of the accounting department (head of accounting), hereby warrant the authenticity, accuracy and completeness of the financial information contained in this quarterly report.
- **1.4** The first quarterly report of the Company has not been audited.

## 2 COMPANY INFORMATION

#### 2.1 Main Financial Data

Unit: '000 Currency: RMB

|  | At the end of<br>the Reporting<br>Period                          | At the end of<br>the previous<br>year   | Change<br>compared<br>with previous<br>year<br>(%)        |
|--|---|---|---|
| Total assets   | 970,130,655   | 942,676,101   | 2.91  |
| Net assets attributable to equity holders of the Company | 195,693,823   | 191,782,332   | 2.04  |
|  | From the beginning of the year to the end of the Reporting Period | From the beginning of the previous year to the end of the previous reporting period | Change compared with the same period of previous year (%) |
| Net cash generated from operating activities             | -37,473,958   | -26,773,372   | N/A   |

|   | From the beginning of the year to the end of the Reporting Period | From the beginning of the previous year to the end of the previous reporting period | Change compared with the same period of previous year (%) |
|---|---|---|---|
| Revenue   | 159,734,111   | 147,572,329   | 8.24  |
| Net profit attributable to equity holders of the Company  | 3,843,742   | 3,197,426   | 20.21   |
| Net profit attributable to equity holders of the Company excluding non-recurring profits and losses | 3,702,500   | 3,043,652   | 21.65   |
| Weighted average net assets yield (%)   | 2.13  | 2.04  | increased by<br>0.09 percentage<br>point                  |
| Basic earnings per share (RMB/share)  | 0.150   | 0.131   | 14.50   |
| Diluted earnings per share (RMB/share)  | 0.150   | 0.131   | 14.50   |

Non-recurring profit and loss items and amount:

✓ Applicable □ Not Applicable

Unit: '000 Currency: RMB

| Item   | Reporting<br>Period |
|--|---------------------|
| Gains or losses from the disposal of non-current assets                      | 21,741.00           |
| Government grant as included in profit and loss of current period,           |                     |
| other than those closely relating to business of company and                 |                     |
| subject to a fixed amount or norm under the national policy                  | 52,209.00           |
| Debt restructuring gains or losses   | 4,203.30            |
| Gains or losses on changes in fair value arising from held-for-trading       |                     |
| financial assets, derivative financial assets, trading financial liabilities |                     |
| and derivative financial liabilities (excluding the valid hedging            |                     |
| business relating to the Company's business), as well as investment          |                     |
| gains from disposal of trading financial assets, derivative financial        |                     |
| assets, trading financial liabilities, derivative financial liabilities and  |                     |
| other debt investments   | 17,344.00           |
| Other net non-operating income and expenses                                  | 92,237.92           |
| Impact of minority interests (after tax)                                     | 441.05              |
| Impact of income tax   | -46,933.81          |
| _  |                     |
| Total  | 141,242.46          |

# 2.2 Number of Shareholders, Particulars of Shareholding of Top Ten Shareholders and Top Ten Holders of Tradable Shares (or Without Selling Restrictions) as at the End of the Reporting Period

Unit: Share

Total number of shareholders

644,025

## Particulars of shareholding of top ten shareholders

|  | Number of shares held as at the end of |                             | Number of shares with   | Status of p      |                  | Nature of          |
|--|--|-----------------------------|-------------------------|------------------|------------------|--------------------|
| Name of shareholder (full name)  | the Reporting<br>Period                | Shareholding percentage (%) | selling<br>restrictions | Status of shares | Number of shares | the<br>shareholder |
| China Railway Engineering Group Company<br>Limited ("CREC") (Note 1)   | 11,582,936,890                         | 50.70                       | 0                       | None             | 0                | State-owned        |
| HKSCC Nominees Limited (Note 2)  | 4,008,952,149                          | 17.55                       | 0                       | None             | 0                | Other              |
| China Securities Finance Corporation Limited   | 683,615,678                            | 2.99                        | 0                       | None             | 0                | Other              |
| China Reform Holdings Corporation Ltd.   | 424,904,009                            | 1.86                        | 0                       | None             | 0                | State-owned        |
| Ping An UOB Fund – Ping An Bank -China<br>Universal Capital Management Co., Ltd.                             | 278,500,643                            | 1.22                        | 0                       | None             | 0                | Other              |
| Central Huijin Asset Management Ltd.   | 235,455,300                            | 1.03                        | 0                       | None             | 0                | State-owned        |
| The Hong Kong Securities Clearing Company Limited (Note 3)   | 175,639,458                            | 0.77                        | 0                       | None             | 0                | Other              |
| Beijing Chengtong Financial Control Investment Co., Ltd.   | 162,780,809                            | 0.71                        | 0                       | None             | 0                | State-owned        |
| Boshi Fund – Agricultural Bank of China<br>– Boshi China Securities Financial Asset<br>Management Plan       | 131,135,600                            | 0.57                        | 0                       | None             | 0                | Other              |
| Yifangda Fund – Agricultural Bank of China<br>– Yifangda China Securities Financial Asset<br>Management Plan | 131,135,600                            | 0.57                        | 0                       | None             | 0                | Other              |

|  | Number of<br>shares held<br>as at the end of |                             | Number of shares with   | Status of p      |                  | Nature of          |
|--|--|-----------------------------|-------------------------|------------------|------------------|--------------------|
| Name of shareholder (full name)  | the Reporting Period                         | Shareholding percentage (%) | selling<br>restrictions | Status of shares | Number of shares | the<br>shareholder |
| Dacheng Fund – Agricultural Bank of China<br>– Dacheng China Securities Financial Asset<br>Management Plan                   | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Jiashi Fund – Agricultural Bank of China<br>– Jiashi China Securities Financial Asset<br>Management Plan                     | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Guangfa Fund – Agricultural Bank of China<br>– Guangfa China Securities Financial Asset<br>Management Plan                   | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Central European Fund – Agricultural Bank of<br>China – Central European China Securities<br>Financial Asset Management Plan | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Huaxia Fund – Agricultural Bank of China<br>– Huaxia China Securities Financial Asset<br>Management Plan                     | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Yinhua Fund – Agricultural Bank of China<br>– Yinhua China Securities Financial Asset<br>Management Plan                     | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |
| Southern Fund – Agricultural Bank of China<br>– Southern China Securities Financial Asset<br>Management Plan                 | 131,135,600                                  | 0.57                        | 0                       | None             | 0                | Other              |

|  | Total number of tradable shares held without selling restrictions as at the end of the Reporting | Type and quanti                   | ty of shares   |
|--|--|-----------------------------------|----------------|
| Name of shareholder  | Period   | Type of shares                    | Quantity       |
| CREC (Note 1)  | 11,418,542,890   | RMB-dominated ordinary shares     | 11,418,542,890 |
|  | 164,394,000  | Overseas listed<br>foreign shares | 164,394,000    |
| HKSCC Nominees Limited (Note 2)  | 4,008,952,149  | Overseas listed foreign shares    | 4,008,952,149  |
| China Securities Finance<br>Corporation Limited  | 683,615,678  | RMB-dominated ordinary shares     | 683,615,678    |
| China Reform Holdings Corporation Ltd.   | 424,904,009  | RMB-dominated ordinary shares     | 424,904,009    |
| Ping An UOB Fund  – Ping An Bank – China Universal Capital Management Co., Ltd.                    | 278,500,643  | RMB-dominated ordinary shares     | 278,500,643    |
| Central Huijin Asset Management Ltd.   | 235,455,300  | RMB-dominated ordinary shares     | 235,455,300    |
| The Hong Kong Securities Clearing Company Limited (Note 3)   | 175,639,458  | RMB-dominated ordinary shares     | 175,639,458    |
| Beijing Chengtong Financial Control Investment Co., Ltd.   | 162,780,809  | RMB-dominated ordinary shares     | 162,780,809    |
| Boshi Fund  - Agricultural Bank of China  - Boshi China Securities Financial Asset Management Plan | 131,135,600  | RMB-dominated ordinary shares     | 131,135,600    |

|  | Total number of tradable shares held without selling restrictions as at the end of the Reporting | Type and quantit              | y of shares |
|--|--|-------------------------------|-------------|
| Name of shareholder  | Period   | Type of shares                | Quantity    |
| Yifangda Fund  - Agricultural Bank of China  - Yifangda China Securities Financial Asset Management Plan                 | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Dacheng Fund  - Agricultural Bank of China  - Dacheng China Securities Financial Asset Management Plan                   | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Jiashi Fund  - Agricultural Bank of China  - Jiashi China Securities Financial Asset Management Plan                     | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Guangfa Fund  - Agricultural Bank of China  - Guangfa China Securities  Financial Asset Management Plan                  | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Central European Fund  - Agricultural Bank of China  - Central European China Securities Financial Asset Management Plan | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Huaxia Fund  - Agricultural Bank of China  - Huaxia China Securities Financial Asset Management Plan                     | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |
| Yinhua Fund  - Agricultural Bank of China  - Yinhua China Securities Financial Asset Management Plan                     | 131,135,600  | RMB-dominated ordinary shares | 131,135,600 |

| Total number of      |
|----------------------|
| tradable shares      |
| held without         |
| selling restrictions |
| as at the end of     |
| the Reporting        |
| Period               |

Type and quantity of shares

Type of shares

Quantity

Name of shareholder

Southern Fund

131,135,600

RMB-dominated ordinary shares

131,135,600

- Agricultural Bank of China

- Southern China Securities

Financial Asset Management Plan

Statement on the related relations and concerted actions between the shareholders above

CREC, the controlling shareholder, does not have related relations or perform concerted actions with the above other shareholders. The Company is not aware of any related relationships or concerted action relationships between the above shareholders.

Statement on holders of preference shares with voting rights resumed and respective number of shares N/A

#### Notes:

- 1. 11,582,936,890 shares of the Company held by CREC include 11,418,542,890 A shares without selling restrictions and 164,394,000 H shares without selling restrictions of the Company. Since the shares without selling restrictions held by CREC are of different nature, therefore the particulars of which are set out separately in the table named "Particulars of shareholding of top ten shareholders without selling restrictions".
- 2. H shares held by HKSCC Nominees Limited are held on behalf of its various clients, and the number has deducted the number of H shares held by CREC.
- 3. A shares held by Hong Kong Securities Clearing Company Limited are held on behalf of northbound investors of the Company through the Shanghai Hong Kong Stock Connect.
- 4. The numbers shown in the table are based on the register of member of the Company as at 31 March 2019.

## 2.3 Number of Holders of Preference Shares, Particulars of Shareholding of Top Ten Holders of Preference Shares and Top Ten Holders of Preference Shares Without Selling Restrictions as at the End of the Reporting Period

☐ Applicable ✓ Not Applicable

#### 3 BUSINESS OPERATIONS OF THE COMPANY

#### 3.1 Macro-economic Situation

According to the data released by the National Bureau of Statistics, in the first quarter of 2019, the national economy saw stable performance with growing positive factors and ran within a reasonable range, sustaining the momentum of progress in overall stability. In the first quarter of 2019, the country's GDP totalled RMB21.3 trillion, representing a year-on-year increase of 6.4% at comparable prices. The country's fixed-asset investment (excluding rural households) was RMB10.2 trillion, representing a year-on-year increase of 6.3% (the increase rate up by 0.2 percentage point compared with the period of January to February), of which the infrastructure investment recorded a year-on-year increase of 4.4% (the increase rate up by 0.1 percentage point compared with the period of January to February). The country's real property development investment was RMB2.4 trillion, representing a year-on-year increase of 11.8% (the increase rate up by 0.2 percentage point compared with the period of January to February and up by 1.4 percentage points compared with the same period last year).

#### 3.2 Overview of the Business Performance of the Company

During the Reporting Period, the Company actively adapted itself to the changes in the global and domestic macro-economic environment and policy, made every effort to grasp market opportunities, and further unleashed and boosted internal energy of enterprises and made a good head start. In the first quarter of 2019, the business scale of the Company grew steadily, further booting its earnings. The value of the new contracts was RMB313.29 billion, representing a year-on-year increase of 0.3%; the value of contract backlog was RMB3,030.44 billion, representing an increase of 4.4% compared with the end of last year. The Company achieved total operating revenue of RMB160.263 billion, representing a year-on-year increase of 7.97%; the Company's net profit attributable to shareholders of the Company was RMB3.844 billion, representing a year-on-year increase of 20.11%; the Company's overall gross profit margin was 10.01%, representing a year-on-year increase of 0.57 percentage point; the Company's basic earnings per share of the first quarter were RMB0.150, representing a year-on-year increase of 14.5%. The Company continued to push forward the deleveraging and risk control work and the asset-liability ratio remained basically stable despite the increased business scale, and the Company's asset-liability ratio at the end of the period was 76.55%.

In terms of business segments, the operating revenue of the infrastructure construction segment was RMB134.644 billion, representing a year-on-year increase of 8.30%; the gross profit margin of the infrastructure construction segment was 7.64%, representing a year-on-year increase of 0.33 percentage point. The operating revenue of the survey, design and consulting services segment was RMB4.226 billion, representing a year-on-year increase of 3.00%; the gross profit margin of the survey, design and consulting services segment was 28.14%, representing a year-on-year decrease of 0.66 percentage point. The operating revenue of the engineering equipment and component manufacturing segment was RMB4.366 billion, representing a year-on-year increase of 3.04%; the gross profit margin of engineering equipment and component manufacturing segment was 23.89%, representing a year-on-year increase of 2.09 percentage points. The operating revenue of the property development segment was RMB4.875 billion, representing a year-on-year increase of 40.01%; the gross profit margin of the property development segment was 25.30%, representing a year-on-year increase of 0.17 percentage point.

#### 3.3 Major Operation Information of the Company

#### 3.3.1 Value of New Contracts by Business Segment

|                         |                                    | January                | nuary to March 2019 Aggregat                  |                        | gate amount for the current year              |   |
|-------------------------|------------------------------------|------------------------|---|------------------------|---|---|
| Business seg            | ments                              | Number of new projects | Value of<br>new contracts<br>(RMB'00,000,000) | Number of new projects | Value of<br>new contracts<br>(RMB'00,000,000) | Increase/<br>decrease over<br>same period<br>last year<br>(%) |
| Infrastructure (Note 1) | e construction                     | 802                    | 2,705.8                                       | 802                    | 2,705.8                                       | 3.7   |
| Including               | Railway                            | 174                    | 517.6   | 174                    | 517.6   | -2.3  |
|                         | Highway                            | 58                     | 420.2   | 58                     | 420.2   | 7.6   |
|                         | Municipal works and others         | 570                    | 1,768.0                                       | 570                    | 1,768.0                                       | 4.7   |
|                         | Among which:<br>urban rail transit | 95                     | 499.7   | 95                     | 499.7   | -22.8   |
| Survey, designservices  | gn and consulting                  |                        | 73.1  |                        | 73.1  | -1.9  |
|                         | equipment and<br>t manufacturing   |                        | 64.1  |                        | 64.1  | -11.7   |
| Property deve           | elopment (Note 2)                  |                        | 97.9  |                        | 97.9  | 6.1   |
| Other busines           | sses                               |                        | 192.0   |                        | 192.0   | -30.2   |
| Total                   |                                    |                        | 3,132.9                                       |                        | 3,132.9                                       | 0.3   |

Notes:

- 1. The aggregate value of new contracts of infrastructure construction business for the first quarter of 2019 includes an amount of RMB46.72 billion for newly signed infrastructure investment projects (PPP, BOT, etc.), increased by 37.3% over same period last year.
- 2. The value of new contracts for property development represents the value of the property sales contracts signed by the Company.

New contracts by geographical region:

| Geographical region  | Value of new contracts (RMB'00,000,000) | Increase/decrease<br>over same<br>period last year<br>(%) |
|----------------------|---|---|
| Domestic<br>Overseas | 3,061.2<br>71.7                         | 4.9<br>-65.1  |
| Total                | 3,132.9                                 | 0.3   |

Major operating information on property development:

|   | January to March 2019 | Aggregate amount for the current year |   |
|---|-----------------------|---------------------------------------|---|
|   | Area/Value            | Area/Value                            | Increase/<br>decrease over<br>same period<br>last year<br>(%) |
| Newly acquired land reserve ('0,000 m <sup>2</sup> )          | 43.5                  | 43.5                                  | 58.9  |
| Area that has commenced construction ('0,000 m <sup>2</sup> ) | 166.0                 | 166.0                                 | 13.9  |
| Area that has completed construction ( $'0,000 \text{ m}^2$ ) | 16.0                  | 16.0                                  | -237.5  |
| Contract area ('0,000 m <sup>2</sup> )                        | 72.0                  | 72.0                                  | -25.0   |
| Contract value (RMB'00,000,000)                               | 97.9                  | 97.9                                  | 5.7   |

#### 3.3.2 Contract Backlog by Business Segment

As at the end of the Reporting Period, the Company's contract backlog amounted to RMB3,030.44 billion, representing an increase of 4.4% as compared with that as at the end of last year, among which RMB2,801.31 billion was from infrastructure construction business, which represents an increase of 4.3% as compared with that as at the end of last year, RMB45.31 billion was from survey, design and consulting services business, which represents an increase of 9.6% as compared with that as at the end of last year, RMB39.97 billion was from engineering equipment and component manufacturing business, which represents a decrease of 0.3% as compared with that as at the end of last year and RMB143.85 billion was from other businesses, which represents an increase of 7.4% as compared with that as at the end of last year.

#### 4 SIGNIFICANT EVENTS

## 4.1 Major Changes to Main Financial Statements Items and Financial Indicators of the Company and the Reasons Thereof.

✓ Applicable □ Not Applicable

| Item                      | At the end of<br>the Reporting<br>Period<br>(RMB'000) | At the end of<br>the previous<br>period<br>(RMB'000) | Change | Explanation of the change   |
|---------------------------|---|--|--------|---|
| Cash and cash equivalents | 99,064,413  | 134,476,377  | -26.33 | Mainly due to the settlement of certain labour and procurement payables during the New Year's Day and the Spring Festival; and the moderate increase of land reserves.  |
| Inventories               | 198,240,502   | 165,241,259  | 19.97  | First, the investment to real property projects has increased, and the real property project reserve has increased by a certain margin; second, the raw material reserve has been increased to ensure the construction progress of infrastructure projects and respond to the rising raw material prices. |
| Accounts receivables      | 117,666,621   | 105,909,473  | 11.10  | As the increase of the company's business scale, the construction receivables have increased.   |
| Accounts payables         | 275,045,323   | 285,252,004  | -3.58  | Mainly due to the settlement of certain labour and procurement payables during the New Year's Day and the Spring Festival.  |
| Short-term<br>borrowings  | 82,783,411  | 72,655,690   | 13.94  | The increase is mainly due to the supplement of the liquidity needs of capital.   |

#### 4.2 Progress of Significant Events and Analysis on Its Impact and Solutions

✓ Applicable □ Not Applicable

Information on the progress of the Company's market-driven debt-to-equity swap project: On 26 December 2018, the Company received the "Notice Regarding CSRC's First Feedback on the Review of Administrative Permission Items" (No. 182019) issued by the CSRC. However, as the relevant financial data had expired on 31 December 2018, on 30 January 2019, the Company submitted to the CSRC the "Request of China Railway Group Limited Regarding Suspension of the Review on the Application Documents of the Acquisition of Assets by Issuance of Shares", applying on its own initiative for the CSRC's suspension of review on the acquisition of assets by issuance of shares by the Company. After receiving the "Notice Regarding Suspension of the Review Relevant to the Application for Administrative Permission" (No. 182019), the Company published the Announcement of China Railway Group Limited on Receipt of the Notice Regarding Suspension of the Review Relevant to the Application for Administrative Permission from CSRC (Announcement No. Lin 2019-007) on 12 February 2019 on the website of Shanghai Stock Exchange, the China Securities Journal, the Shanghai Securities News, the Securities Daily and the Securities Times. After the formal disclosure of the Company's 2018 Annual Report on 30 March 2019, the Company submitted to the CSRC the "Request of China Railway Group Limited Regarding Resumption of the Review on the Application Documents of the Acquisition of Assets by Issuance of Shares" on 19 April, and disclosed a series of announcements including the Announcement of China Railway on the Reply to the Notice Regarding CSRC's First Feedback on the Review of Administrative Permission Items and the Announcement of China Railway on the Revision Notes to the Report Relating to the Acquisition of Assets by Issuance of Shares (Revised Version) on 20 April; On 22 April, the Company formally submitted the full set of documents to the CSRC for acceptance of review; On 24 April, the Company published further announcement according to relevant requirements of the CSRC. On 24 April 2019, the Company received the "Notice Regarding Resumption of the Review Relevant to the Application for Administrative Permission from the CSRC" (No. 182019) and published an announcement on 25 April. On 25 April, the Company received a notice from the CSRC, according to which, the Listed Companies Merger and Reorganisation Vetting Committee of the CSRC will hold a working conference recently to review the acquisition of assets by issuance of shares by the Company, and the Company published an announcement on 26 April. On 30 April, the Company published the Announcement on Review on the Acquisition of Assets by Issuance of Shares of the Company by the Merger and Reorganisation Vetting Committee of the CSRC. For details of the aforesaid announcements, please refer to the announcements and relevant documents published by the Company on the website of Shanghai Stock Exchange, the China Securities Journal, the Shanghai Securities News, the Securities Daily and the Securities Times. The subsequent progress of the project will be further announced according to regulations.

#### 4.3 Undertakings that have not been Fulfilled during the Reporting Period

☐ Applicable ✓ Not Applicable

- 4.4 Warnings and Explanations on Loss Forecast or Significant Changes Compared with the Corresponding Period of Last Year in Net Profit from the Beginning of the Year to the End of the Next Reporting Period
  - ☐ Applicable ✓ Not Applicable

## 5 APPENDIX – FINANCIAL STATEMENTS PREPARED IN ACCORDANCE WITH THE ACCOUNTING STANDARDS FOR BUSINESS ENTERPRISES OF THE PRC

Financial statements prepared in accordance with the Accounting Standards for Business Enterprises of the PRC are set out in the appendix to this announcement.

#### 6 PUBLICATION OF THE FIRST QUARTERLY RESULTS ANNOUNCEMENT

This announcement is simultaneously available on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the website of the Company at www.crec.cn. The first quarterly report of 2019 prepared in accordance with the Accounting Standards for Business Enterprises of the PRC will also be available on the website of the Shanghai Stock Exchange at www.sse.com.cn and the website of the Company at www.crec.cn.

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

29 April 2019

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.

#### **APPENDIX**

## I. FINANCIAL STATEMENTS

## **Consolidated Balance Sheet**

31 March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Item                                    | 31 March<br>2019 | 31 December<br>2018 |
|---|------------------|---------------------|
| Current assets:                         |                  |                     |
| Cash and cash equivalents               | 99,064,413       | 134,476,377         |
| Trading financial assets                | 1,819,260        | 4,294,866           |
| Derivative financial assets             | 189              | 650                 |
| Bills and accounts receivables          | 122,843,576      | 109,490,116         |
| Among which: Bills receivables          | 5,176,955        | 3,580,643           |
| Accounts receivables                    | 117,666,621      | 105,909,473         |
| Advances to suppliers                   | 30,022,787       | 41,612,959          |
| Other receivables                       | 33,404,709       | 30,514,802          |
| Among which: Interests receivables      | 416,157          | 487,006             |
| Dividends receivables                   | 24,824           | 22,164              |
| Inventories                             | 198,240,502      | 165,241,259         |
| Contract assets                         | 112,683,119      | 109,245,613         |
| Non-current assets due within one year  | 21,490,946       | 21,277,010          |
| Other current assets                    | 39,292,020       | 35,527,983          |
| Total current assets                    | 658,861,521      | 651,681,635         |
| Non-current assets:                     |                  |                     |
| Debt investments                        | 16,755,684       | 12,474,286          |
| Long-term receivables                   | 12,798,126       | 11,953,550          |
| Long-term equity investments            | 38,815,750       | 35,432,741          |
| Investments in other equity instruments | 6,414,777        | 5,792,060           |
| Other non-current financial assets      | 8,423,831        | 7,366,277           |
| Investment properties                   | 10,556,992       | 10,607,174          |
| Fixed assets                            | 56,254,862       | 55,873,637          |
| Construction in progress                | 9,157,972        | 8,434,697           |
| Right-of-use assets                     | 2,932,385        | 0                   |
| Intangible assets                       | 63,695,620       | 60,233,008          |
| Goodwill                                | 898,705          | 898,705             |
| Long-term deferred expenses             | 1,073,893        | 1,091,985           |
| Deferred income tax assets              | 6,919,417        | 6,866,394           |

## **Consolidated Balance Sheet (Continued)**

| TA  | 31 March    | 31 December |
|---|-------------|-------------|
| Item  | 2019        | 2018        |
| Other non-current assets                    | 76,571,120  | 73,969,952  |
| Total non-current assets                    | 311,269,134 | 290,994,466 |
| Total assets                                | 970,130,655 | 942,676,101 |
| Current liabilities:                        |             |             |
| Short-term borrowings                       | 82,783,411  | 72,655,690  |
| Trading financial liabilities               | 90,588      | 69,340      |
| Derivative financial liabilities            | 0           | 1,622       |
| Bills and accounts payables                 | 339,818,239 | 343,800,743 |
| Among which: Bills payables                 | 64,772,916  | 58,548,739  |
| Accounts payables                           | 275,045,323 | 285,252,004 |
| Advances from customers                     | 298,266     | 282,735     |
| Deposits from customers and peers           | 739,773     | 823,468     |
| Accrued payroll                             | 2,914,410   | 3,608,830   |
| Taxes payables                              | 9,540,585   | 9,838,365   |
| Other payables                              | 57,445,333  | 57,334,822  |
| Among which: Interests payables             | 402,906     | 732,085     |
| Dividends payables                          | 362,639     | 500,878     |
| Contract liabilities                        | 101,538,425 | 91,999,246  |
| Non-current liabilities due within one year | 26,172,684  | 25,523,637  |
| Other current liabilities                   | 15,760,243  | 16,522,113  |
| Total current liabilities                   | 637,101,957 | 622,460,611 |
| Non-current liabilities:                    |             |             |
| Long-term borrowings                        | 60,393,105  | 56,031,383  |
| Bonds payables                              | 31,390,331  | 27,994,935  |
| Lease liabilities                           | 1,280,186   | 0           |
| Long-term payables                          | 6,122,436   | 7,686,698   |
| Long-term accrued payroll                   | 2,990,663   | 3,029,137   |
| Accrued liabilities                         | 1,006,331   | 1,001,566   |
| Deferred income                             | 959,975     | 991,316     |
| Deferred income tax liabilities             | 1,152,068   | 1,162,707   |
| Other non-current liabilities               | 198,774     | 173,720     |
| Total non-current liabilities               | 105,493,869 | 98,071,462  |
| Total liabilities                           | 742,595,826 | 720,532,073 |

## **Consolidated Balance Sheet (Continued)**

| Item   | 31 March<br>2019 | 31 December 2018 |
|--|------------------|------------------|
| Equity:  |                  |                  |
| Share capital  | 22,844,302       | 22,844,302       |
| Other equity instruments                             | 31,930,947       | 31,930,947       |
| Including: Preference shares                         | 0                | 0                |
| Perpetual notes                                      | 31,930,947       | 31,930,947       |
| Capital reserve                                      | 46,370,629       | 46,370,629       |
| Other comprehensive income                           | -229,993         | -322,990         |
| Surplus reserve                                      | 8,445,021        | 8,377,863        |
| General risk reserve                                 | 2,523,931        | 2,519,101        |
| Accumulated profits                                  | 83,808,986       | 80,062,480       |
| Equity attributable to equity holders of the Company | 195,693,823      | 191,782,332      |
| Minority interests                                   | 31,841,006       | 30,361,696       |
| Total equity   | 227,534,829      | 222,144,028      |
| Total liabilities and equity                         | 970,130,655      | 942,676,101      |

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

## **Company Balance Sheet**

31 March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Item                                    | 31 March<br>2019 | 31 December 2018 |
|---|------------------|------------------|
| item                                    | 2019             | 2010             |
| Current assets:                         |                  |                  |
| Cash and cash equivalents               | 14,669,907       | 45,423,076       |
| Trading financial assets                | 67,131           | 59,468           |
| Derivative financial assets             | 147              | 186              |
| Bills and accounts receivables          | 10,237,145       | 10,999,210       |
| Among which: Bills receivables          | 0                | 0                |
| Accounts receivables                    | 10,237,145       | 10,999,210       |
| Advances to suppliers                   | 5,194,237        | 4,269,685        |
| Other receivables                       | 8,059,507        | 5,807,809        |
| Among which: Interests receivables      | 0                | 0                |
| Dividends receivables                   | 1,774,221        | 1,774,221        |
| Inventories                             | 24,544           | 5,807            |
| Contract assets                         | 1,697,841        | 1,801,711        |
| Non-current assets due within one year  | 1,371,568        | 3,752,947        |
| Other current assets                    | 74,552,142       | 71,029,609       |
| Total current assets                    | 115,874,169      | 143,149,508      |
| Non-current assets:                     |                  |                  |
| Debt investments                        | 1,602,414        | 1,652,414        |
| Long-term receivables                   | 993,216          | 934,955          |
| Long-term equity investments            | 173,580,133      | 172,822,030      |
| Investments in other equity instruments | 1,747,930        | 1,747,930        |
| Other non-current financial assets      | 692,850          | 692,850          |
| Investment properties                   | 127,733          | 128,648          |
| Fixed assets                            | 273,898          | 281,192          |
| Construction in progress                | 42,905           | 37,192           |
| Right-of-use assets                     | 0                | 0                |
| Intangible assets                       | 585,290          | 571,902          |
| Long-term deferred expenses             | 75,634           | 84,070           |
| Deferred income tax assets              | 366,745          | 371,888          |
| Other non-current assets                | 6,729,448        | 6,968,809        |
| Total non-current assets                | 186,818,196      | 186,293,880      |
| Total assets                            | 302,692,365      | 329,443,388      |

## **Company Balance Sheet (Continued)**

| Item  | 31 March<br>2019 | 31 December<br>2018 |
|---|------------------|---------------------|
| Current liabilities:                        |                  |                     |
| Short-term borrowings                       | 23,770,000       | 22,600,000          |
| Bills and accounts payables                 | 14,611,177       | 17,361,092          |
| Advances from customers                     | 0                | 0                   |
| Contract liabilities                        | 10,859,693       | 8,974,244           |
| Accrued payroll                             | 12,451           | 12,789              |
| Taxes payables                              | 373,228          | 214,602             |
| Other payables                              | 57,006,071       | 89,093,301          |
| Among which: Interests payables             | 0                | 0                   |
| Dividends payables                          | 137,167          | 363,167             |
| Non-current liabilities due within one year | 2,975,722        | 5,102,029           |
| Other current liabilities                   | 949,552          | 805,187             |
| Total current liabilities                   | 110,557,894      | 144,163,244         |
| Non-current liabilities:                    |                  |                     |
| Long-term borrowings                        | 10,858           | 10,858              |
| Bonds payables                              | 23,387,530       | 17,750,811          |
| Lease liabilities                           | 0                | 0                   |
| Long-term payables                          | 4,145,008        | 3,573,476           |
| Long-term accrued payroll                   | 13,457           | 13,910              |
| Deferred income                             | 4,105            | 4,105               |
| Total non-current liabilities               | 27,560,958       | 21,353,160          |
| Total liabilities                           | 138,118,852      | 165,516,404         |
| Equity:                                     |                  |                     |
| Share capital                               | 22,844,302       | 22,844,302          |
| Other equity instruments                    | 31,930,947       | 31,930,947          |
| Including: Preference shares                | 0                | 0                   |
| Perpetual notes                             | 31,930,947       | 31,930,947          |
| Capital reserve                             | 51,737,898       | 51,736,226          |
| Other comprehensive income                  | -192,128         | -197,899            |
| Surplus reserve                             | 7,706,483        | 7,706,483           |
| Accumulated profits                         | 50,546,011       | 49,906,925          |
| Total equity                                | 164,573,513      | 163,926,984         |
| Total liabilities and equity                | 302,692,365      | 329,443,388         |

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

#### **Consolidated Income Statement**

January – March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Item |  | First Quarter of 2019 | First Quarter of 2018 |
|------|--|-----------------------|-----------------------|
| 1.   | Total operating revenue                    | 160,262,870           | 148,430,331           |
|      | Including: Revenue                         | 159,734,111           | 147,572,329           |
|      | Interest income                            | 225,165               | 311,836               |
|      | Handling fees and commission               |                       |                       |
|      | revenue                                    | 303,594               | 546,166               |
| 2.   | Total operating costs                      | 154,989,320           | 144,006,446           |
|      | Including: Cost of sales                   | 144,085,826           | 134,311,696           |
|      | Interest expenses                          | 133,897               | 113,380               |
|      | Tax and surcharges                         | 1,241,548             | 1,130,280             |
|      | Selling expenses                           | 811,654               | 740,184               |
|      | Administrative expenses                    | 5,154,372             | 4,763,899             |
|      | Research and development expenses          | 1,432,470             | 1,247,096             |
|      | Finance expenses                           | 1,547,602             | 1,199,657             |
|      | Among which: Interest expenses             | 1,560,719             | 1,320,340             |
|      | Interest income                            | 269,274               | 238,651               |
|      | Impairment losses on assets                | 55,022                | 500,254               |
|      | Credit loss allowances                     | 526,929               | 0                     |
|      | Add: Other gains                           | 52,209                | 27,631                |
|      | Investment gains (loss is marked with "-") | 45,513                | 87,061                |
|      | Among which: Investment gains from         |                       |                       |
|      | associates and joint                       |                       |                       |
|      | ventures                                   | 42,449                | 79,536                |
|      | Gain on changes in fair value              |                       |                       |
|      | (loss is marked with "-")                  | 17,344                | 11,589                |
|      | Gain on disposal of assets                 |                       |                       |
|      | (loss is marked with "-")                  | 21,741                | -2,374                |
| 3.   | Profit from operations                     |                       |                       |
|      | (loss is marked with "-")                  | 5,410,357             | 4,547,792             |
|      | Add: Non-operating income                  | 96,238                | 113,044               |
|      | Less: Non-operating expenses               | 56,405                | 52,322                |

## **Consolidated Income Statement (Continued)**

| Iten | 1              |  | First Quarter of 2019  | First Quarter of 2018  |
|------|----------------|--|------------------------|------------------------|
| 4.   |                | it before tax (loss is marked with "-"): Income tax expense  | 5,450,190<br>1,261,851 | 4,608,514<br>1,134,583 |
| 5.   | <b>Net</b> (1) | profit (net loss is marked with "-")  By operation continuity  | 4,188,339              | 3,473,931              |
|      |                | <ol> <li>Net profit from continuing operation<br/>(net loss is marked with "-")</li> <li>Net profit from discontinued operation</li> </ol>           | 4,188,339              | 3,473,931              |
|      | (2)            | (net loss is marked with "-")  By ownership  1. Net profit attributable to owners  | 0                      | 0                      |
|      |                | of the Company (net loss is marked with "-")  2. Minority interests  | 3,843,742              | 3,197,426              |
|      |                | (net loss is marked with "-")  | 344,597                | 276,505                |
| 6.   |                | er comprehensive income, net of tax r comprehensive income attributable  | 54,846                 | -216,726               |
|      | to             | owners of the Company, net of tax  | 22,684                 | -207,983               |
|      | (1)            | Other comprehensive income which will not be reclassified to profit or loss  | -1,370                 | -268                   |
|      |                | <ol> <li>Changes in remeasurement of defined<br/>benefit obligations</li> <li>Other comprehensive income which</li> </ol>                            | -1,370                 | -268                   |
|      |                | will not be reclassified to profit or loss under the equity method   | 0                      | 0                      |
|      |                | 3. Changes in fair value of investments in other equity instruments  | 0                      | 0                      |
|      | (2)            | 4. Changes in fair value of enterprise credit risk   | 0                      | 0                      |
|      | (2)            | Other comprehensive income which will be reclassified to profit or loss  1. Other comprehensive income which will be reclassified to profit or loss. | 24,054                 | -207,715               |
|      |                | will be reclassified to profit or loss under the equity method  2. Changes in fair value of other debt   | 0                      | 0                      |
|      |                | investments 3. Gains or losses on changes in fair  | 0                      | 0                      |
|      |                | value of available-for-sale financial assets 4. Reclassification of financial assets   | 0                      | -108,361               |
|      |                | recognized in other comprehensive income   | 0                      | 0                      |

#### **Consolidated Income Statement (Continued)**

| Item | ı          |  | First Quarter of 2019 | First Quarter of 2018 |
|------|------------|--|-----------------------|-----------------------|
|      | 5.         | Gains or losses on reclassification of held-to-maturity investments to     |                       |                       |
|      |            | available-for-sale financial assets  | 0                     | 0                     |
|      | 6.         | Credit loss allowances for other debt                                      | 0                     |                       |
|      | 7.         | investments  Cash flow hadge reserve (Effective                            | 0                     | 0                     |
|      | 7.         | Cash flow hedge reserve (Effective portion of gains or losses on cash flow |                       |                       |
|      |            | hedge)   | 1,200                 | 0                     |
|      | 8.         | Differences on translation of financial                                    |                       |                       |
|      |            | statements prepared in foreign   |                       |                       |
|      |            | currencies   | 20,430                | -92,973               |
|      | 9.         | Others   | 2,424                 | -6,381                |
|      |            | reprehensive income attributable to  | 32,162                | -8,743                |
|      | IIIIIIOIII | y interests, net of tax  | 32,102                | -0,743                |
| 7.   |            | nprehensive income aprehensive income attributable to                      | 4,243,185             | 3,257,205             |
|      |            | of the Company   | 3,866,426             | 2,989,443             |
|      |            | aprehensive income attributable to   | 2,000,120             | 2,505,115             |
|      |            | y interests  | 376,759               | 267,762               |
| 8.   | Earnings   | per share:   |                       |                       |
|      | _          | earnings per share (RMB/share)   | 0.150                 | 0.131                 |
|      | (2) Dilute | d earnings per share (RMB/share)   | 0.150                 | 0.131                 |

For business combination under common control during the Reporting Period, the net profit realized by the acquiree before combination was RMB Nil and the net profit realized by the acquiree for the reporting period of previous year was RMB Nil.

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

## **Company Income Statement**

January – March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Iten | n   | First Quarter of 2019 | First Quarter of 2018 |  |
|------|---|-----------------------|-----------------------|--|
| 1.   | Revenue   | 8,717,050             | 8,346,031             |  |
|      | Less: Cost of sales                                     | 8,114,067             | 7,864,520             |  |
|      | Tax and surcharges                                      | 15,068                | 16,859                |  |
|      | Selling expenses  | 0                     | 0                     |  |
|      | Administrative expenses                                 | 101,150               | 66,719                |  |
|      | Research and development expenses                       | 0                     | 9                     |  |
|      | Finance expenses  | 490,023               | -390,482              |  |
|      | Among which: Interest expenses                          | 607,966               | 421,899               |  |
|      | Interest income   | 48,059                | 618,841               |  |
|      | Impairment losses on assets                             | 0                     | -33                   |  |
|      | Credit loss allowances                                  | -19,510               | 0                     |  |
|      | Add: Other gains  | 0                     | 0                     |  |
|      | Investment gains (loss is marked with "-")              | 881,830               | 35,544                |  |
|      | Among which: Investment gains from associates and joint |                       |                       |  |
|      | ventures  | 0                     | 0                     |  |
|      | Gain on changes in fair value                           |                       |                       |  |
|      | (loss is marked with "-")                               | 7,663                 | 0                     |  |
| 2.   | Profit from operations (loss is marked with "-")        | 905,745               | 823,983               |  |
|      | Add: Non-operating income                               | 108                   | 26                    |  |
|      | Less: Non-operating expenses                            | 2,020                 | 50                    |  |
| 3.   | Profit before tax (loss is marked with "-")             | 903,833               | 823,959               |  |
|      | Less: Income tax expense                                | 232,247               | 0                     |  |
| 4.   | Net profit (net loss is marked with "-")                | 671,586               | 823,959               |  |
|      | (1) Net profit from continuing operation                |                       |                       |  |
|      | (net loss is marked with "-")                           | 671,586               | 823,959               |  |
|      | (2) Net profit from discontinued operation              |                       |                       |  |
|      | (net loss is marked with "-")                           | 0                     | 0                     |  |

## **Company Income Statement (Continued)**

| Iten | Item |        |  | First Quarter of 2019 | First Quarter of 2018 |
|------|------|--------|--|-----------------------|-----------------------|
| 5.   | Oth  |        | aprehensive income, net of tax   | 5,763                 | 435                   |
|      | (1)  |        | r comprehensive income which will not                                      |                       |                       |
|      |      |        | classified to profit or loss   | 0                     | 0                     |
|      |      | 1.     | Changes in remeasurement of defined  |                       |                       |
|      |      | 2      | benefit obligations  | 0                     | 0                     |
|      |      | 2.     | Other comprehensive income which   |                       |                       |
|      |      |        | will not be reclassified to profit or                                      | 0                     | 0                     |
|      |      | 2      | loss under the equity method   | 0                     | 0                     |
|      |      | 3.     | Changes in fair value of investments                                       | 0                     | 0                     |
|      |      | 4.     | in other equity instruments<br>Changes in fair value of enterprise         | U                     | U                     |
|      |      | →.     | credit risk  | 0                     | 0                     |
|      | (2)  | Other  | r comprehensive income which will be                                       | O                     | O                     |
|      | (2)  |        | ssified to profit or loss  | 5,763                 | 435                   |
|      |      | 1.     | Other comprehensive income which   | 3,703                 | 133                   |
|      |      |        | will be reclassified to profit or loss                                     |                       |                       |
|      |      |        | under the equity method  | 0                     | 0                     |
|      |      | 2.     | Changes in fair value of other debt  |                       |                       |
|      |      |        | investments  | 0                     | 0                     |
|      |      | 3.     | Gains or losses on changes in fair   |                       |                       |
|      |      |        | value of available-for-sale financial                                      |                       |                       |
|      |      |        | assets   | 0                     | 0                     |
|      |      | 4.     | Reclassification of financial assets                                       |                       |                       |
|      |      |        | recognized in other comprehensive  |                       |                       |
|      |      |        | income   | 0                     | 0                     |
|      |      | 5.     | Gains or losses on reclassification  |                       |                       |
|      |      |        | of held-to-maturity investments to   | 0                     | 0                     |
|      |      |        | available-for-sale financial assets  | 0                     | 0                     |
|      |      | 6.     | Credit loss allowances for other debt                                      | 0                     | 0                     |
|      |      | 7.     | investments  Cook flow had a recently (Effective                           | 0                     | 0                     |
|      |      | 7.     | Cash flow hedge reserve (Effective portion of gains or losses on cash flow |                       |                       |
|      |      |        | hedge)   | 0                     | 0                     |
|      |      | 8.     | Differences on translation of financial                                    | U                     | U                     |
|      |      | 0.     | statements prepared in foreign   |                       |                       |
|      |      |        | currencies   | 5,763                 | 435                   |
|      |      | 9.     | Others   | 0                     | 0                     |
|      |      |        |  |                       |                       |
| 6.   | Tota | al com | prehensive income  | 677,349               | 824,394               |
| 7.   | Ear  | nings  | per share:   |                       |                       |
|      | (1)  |        | e earnings per share (RMB/share)   | N/A                   | N/A                   |
|      | (2)  | Dilut  | ed earnings per share (RMB/share)  | N/A                   | N/A                   |
|      |      |        |  |                       |                       |

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

#### **Consolidated Cash Flow Statement**

January – March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Item   | First Quarter of 2019 | First Quarter of 2018 |
|--|-----------------------|-----------------------|
| 1. Cash flow from operating activities:                |                       |                       |
| Cash received from sales of goods or services rendered | 183,933,698           | 171,958,671           |
| Net increase in deposits from customers and            |                       |                       |
| peers  | 0                     | 213,823               |
| Cash received from interests, handling fees and        | 520 750               | 0.70.002              |
| commission   | 528,759               | 858,002               |
| Receipt of tax refund                                  | 85,290                | 53,577                |
| Cash received relating to other operating              | ~ ~ 10 occ            | 5 0 4 C 00 O          |
| activities   | 5,542,366             | 5,346,230             |
| Sub-total of cash inflows from operating activities    | 190,090,113           | 178,430,303           |
| Cash paid for purchase of goods and services           | -01.007.107           | 100 707 070           |
| received   | 201,335,195           | 180,505,253           |
| Net increase in loans and advances from customers      | 83,695                | 0                     |
| Cash paid for interests, handling fees and             |                       |                       |
| commission   | 133,897               | 113,380               |
| Cash paid to and on behalf of employees                | 14,204,568            | 13,178,196            |
| Tax payments   | 7,774,898             | 7,801,265             |
| Cash paid relating to other operating activities       | 4,031,818             | 3,605,581             |
| Sub-total of cash outflows from operating              |                       |                       |
| activities   | 227,564,071           | 205,203,675           |
| Net cash flow from operating activities                | -37,473,958           | -26,773,372           |

## **Consolidated Cash Flow Statement (Continued)**

| Item | 1   | First Quarter of 2019 | First Quarter of 2018 |
|------|---|-----------------------|-----------------------|
| 2.   | Cash flow from investing activities:                |                       |                       |
|      | Cash received from disposal of investments          | 2,471,152             | 2,361,054             |
|      | Cash received from return on investments            | 158,702               | 78,465                |
|      | Net cash receipts from disposal of fixed assets,    | 100,702               | 70,100                |
|      | intangible assets and other long-term assets        | 42,431                | 47,553                |
|      | Net cash receipts from disposal of subsidiaries     | 12,131                | 17,000                |
|      | and other business units                            | 0                     | 0                     |
|      | Cash received relating to other investing           | Ŭ                     | O .                   |
|      | activities  | 2,648,140             | 2,285,145             |
|      | Sub-total of cash inflows from investing activities | 5,320,425             | 4,772,217             |
|      | Cash paid for acquisition of fixed assets,          | 3,320,123             | 1,772,217             |
|      | intangible assets and other long-term assets        | 5,030,463             | 4,321,679             |
|      | Cash paid for acquisitions of investments           | 10,844,678            | 5,354,584             |
|      | Net cash payments for acquisition of subsidiaries   | 10,011,070            | 3,331,301             |
|      | or other business units                             | 8,259                 | 3,000                 |
|      | Cash paid relating to other investing activities    | 0,239                 | 0,000                 |
|      | Sub-total of cash outflows from investing           | O                     | O                     |
|      | activities  | 15,883,400            | 9,679,263             |
|      | Net cash flow from investing activities             | -10,562,975           | -4,907,046            |
|      | The cash flow from investing activities             | 10,502,575            | 1,507,010             |
| 3.   | Cash flow from financing activities:                |                       |                       |
|      | Cash received from investors                        | 325,174               | 0                     |
|      | Including: Cash received by subsidiaries for        |                       |                       |
|      | investment by minority shareholders                 | 325,174               | 0                     |
|      | Cash received from borrowings                       | 33,602,918            | 31,532,004            |
|      | Cash received from bond issuance                    | 4,499,559             | 0                     |
|      | Cash received relating to other financing           |                       |                       |
|      | activities  | 0                     | 77,233                |
|      | Sub-total of cash inflows from financing            |                       |                       |
|      | activities  | 38,427,651            | 31,609,237            |
|      | Cash paid for repayment of borrowings               | 19,306,876            | 32,295,074            |
|      | Cash paid for dividends, profit distribution or     |                       |                       |
|      | interest payment                                    | 1,632,948             | 1,120,340             |
|      | Including: Dividends and profits paid to minority   |                       |                       |
|      | shareholders by subsidiaries                        | 0                     | 0                     |
|      | Cash paid relating to other financing activities    | 0                     | 0                     |
|      | Sub-total of cash outflows from financing           |                       |                       |
|      | activities  | 20,939,824            | 33,415,414            |
|      | Net cash flow from financing activities             | 17,487,827            | -1,806,177            |
|      | <i>6</i>  | ,,-                   | ,,                    |

## **Consolidated Cash Flow Statement (Continued)**

| Item | ı  | First Quarter of 2019 | First Quarter of 2018 |
|------|--|-----------------------|-----------------------|
| 4.   | Effect of foreign exchange rate changes on cash and cash equivalents                 | -13,234               | -8,087                |
| 5.   | Net increase in cash and cash equivalents Add: Balances of cash and cash equivalents | -30,562,340           | -33,494,682           |
|      | at the beginning of the period   | 117,767,645           | 116,688,297           |
| 6.   | Balances of cash and cash equivalents at the end of the period                       | 87,205,305            | 83,193,615            |

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

## **Company Cash Flow Statement**

January – March 2019

Prepared by China Railway Group Limited

(All amounts expressed in RMB thousand, unaudited)

| Item | ı  | First Quarter of 2019 | First Quarter of 2018 |
|------|--|-----------------------|-----------------------|
| 1.   | Cash flow from operating activities:             |                       |                       |
|      | Cash received from sales of goods or services    |                       |                       |
|      | rendered   | 9,854,009             | 7,838,967             |
|      | Receipt of tax refund                            | 0                     | 1,224                 |
|      | Cash received relating to other operating        |                       |                       |
|      | activities                                       | 1,547,345             | 1,788,358             |
|      | Sub-total of cash inflows from operating         |                       |                       |
|      | activities                                       | 11,401,354            | 9,628,549             |
|      | Cash paid for purchase of goods and services     |                       |                       |
|      | received   | 11,413,630            | 8,727,385             |
|      | Cash paid to and on behalf of employees          | 133,649               | 96,423                |
|      | Tax payments                                     | 297,129               | 430,786               |
|      | Cash paid relating to other operating activities | 32,186,443            | 33,169,182            |
|      | Sub-total of cash outflows from operating        |                       |                       |
|      | activities                                       | 44,030,851            | 42,423,776            |
|      | Net cash flow from operating activities          | -32,629,497           | -32,795,227           |
| 2.   | Cash flow from investing activities:             |                       |                       |
|      | Cash received from disposal of investments       | 3,380,000             | 4,676,444             |
|      | Cash received from return on investments         | 823,763               | 66,323                |
|      | Sub-total of cash inflows from investing         |                       |                       |
|      | activities                                       | 4,203,763             | 4,742,767             |
|      | Cash paid for acquisitions of fixed assets,      |                       |                       |
|      | intangible assets and other long-term assets     | 539                   | 1,345                 |
|      | Cash paid for acquisitions of investments        | 6,807,709             | 3,175,140             |
|      | Sub-total of cash outflows from investing        |                       |                       |
|      | activities                                       | 6,808,248             | 3,176,485             |
|      | Net cash flow from investing activities          | -2,604,485            | 1,566,282             |

## **Company Cash Flow Statement (Continued)**

| Iten | 1  | First Quarter of 2019 | First Quarter of 2018 |
|------|--|-----------------------|-----------------------|
| 3.   | Cash flow from financing activities:   |                       |                       |
|      | Cash received from investors   | 0                     | 0                     |
|      | Cash received from borrowings  | 7,000,000             | 1,000,000             |
|      | Cash received from bond issuance   | 4,499,559             | 0                     |
|      | Cash received relating to other financing  |                       |                       |
|      | activities   | 0                     | 0                     |
|      | Sub-total of cash inflows from financing   |                       |                       |
|      | activities   | 11,499,559            | 1,000,000             |
|      | Cash paid for repayment of borrowings  | 6,745,000             | 653,420               |
|      | Cash paid for dividends, profit distribution or                                      |                       |                       |
|      | interest payment   | 1,050,494             | 1,000,157             |
|      | Cash paid relating to other financing activities                                     | 279                   | 27                    |
|      | Sub-total of cash outflows from financing  |                       |                       |
|      | activities   | 7,795,773             | 1,653,604             |
|      | Net cash flow from financing activities  | 3,703,786             | -653,604              |
| 4.   | Effect of foreign exchange rate changes on   |                       |                       |
|      | cash and cash equivalents  | -77,160               | -7,578                |
| 5.   | Net increase in cash and cash equivalents Add: Balances of cash and cash equivalents | -31,607,356           | -31,890,127           |
|      | at the beginning of the period   | 43,273,802            | 41,710,203            |
| 6.   | Balance of cash and cash equivalents at the  |                       |                       |
|      | end of the period  | 11,666,446            | 9,820,076             |

Legal representative of the Company: LI Changjin Person in charge of accounting affairs: YANG Liang Person in charge of the accounting department: HE Wen

# II. EFFECT OF FIRST ADOPTION OF NEW FINANCIAL INSTRUMENT STANDARD, NEW REVENUE STANDARD AND NEW LEASES STANDARD ON THE OPENING BALANCE OF FINANCIAL STATEMENTS IN THE YEAR OF FIRST ADOPTION

#### **Consolidated Balance Sheet**

(All amounts expressed in RMB thousand)

| Item                                    | 31 December<br>2018 | 1 January<br>2019 | Adjustments |
|---|---------------------|-------------------|-------------|
| <b>Current assets:</b>                  |                     |                   |             |
| Cash and cash equivalents               | 134,476,377         | 134,476,377       |             |
| Trading financial assets                | 4,294,866           | 4,294,866         |             |
| Derivative financial assets             | 650                 | 650               |             |
| Bills and accounts receivables          | 109,490,116         | 109,490,116       |             |
| Among which: Bills receivables          | 3,580,643           | 3,580,643         |             |
| Accounts receivables                    | 105,909,473         | 105,909,473       |             |
| Advances to suppliers                   | 41,612,959          | 41,471,870        | -141,089    |
| Other receivables                       | 30,514,802          | 30,514,802        |             |
| Among which: Interests receivables      | 487,006             | 487,006           |             |
| Dividends receivables                   | 22,164              | 22,164            |             |
| Inventories                             | 165,241,259         | 165,241,259       |             |
| Contract assets                         | 109,245,613         | 109,245,613       |             |
| Non-current assets due within one year  | 21,277,010          | 21,277,010        |             |
| Other current assets                    | 35,527,983          | 35,527,983        |             |
| Total current assets                    | 651,681,635         | 651,540,546       | -141,089    |
| Non-current assets:                     |                     |                   |             |
| Debt investments                        | 12,474,286          | 12,474,286        |             |
| Long-term receivables                   | 11,953,550          | 11,953,550        |             |
| Long-term equity investments            | 35,432,741          | 35,432,741        |             |
| Investments in other equity instruments | 5,792,060           | 5,792,060         |             |
| Other non-current financial assets      | 7,366,277           | 7,366,277         |             |
| Investment properties                   | 10,607,174          | 10,607,174        |             |
| Fixed assets                            | 55,873,637          | 55,593,351        | -280,286    |
| Construction in progress                | 8,434,697           | 8,434,697         |             |
| Right-of-use assets                     | 0                   | 2,661,791         | 2,661,791   |
| Intangible assets                       | 60,233,008          | 60,233,008        |             |
| Goodwill                                | 898,705             | 898,705           |             |
| Long-term deferred expenses             | 1,091,985           | 1,091,985         |             |
| Deferred income tax assets              | 6,866,394           | 6,866,394         |             |
| Other non-current assets                | 73,969,952          | 73,969,952        |             |
| Total non-current assets                | 290,994,466         | 293,375,971       | 2,381,505   |
| Total assets                            | 942,676,101         | 944,916,517       | 2,240,416   |

## **Consolidated Balance Sheet (Continued)**

| Item                                 | 31 December 2018      | 1 January<br>2019                 | Adjustments |
|--------------------------------------|-----------------------|-----------------------------------|-------------|
| <b>Current liabilities:</b>          |                       |                                   |             |
| Short-term borrowings                | 72,655,690            | 72,655,690                        |             |
| Trading financial liabilities        | 69,340                | 69,340                            |             |
| Derivative financial liabilities     | 1,622                 | 1,622                             |             |
| Bills and accounts payables          | 343,800,743           | 343,800,743                       |             |
| Advances from customers              | 282,735               | 282,735                           |             |
| Deposits from customers and peers    | 823,468               | 823,468                           |             |
| Accrued payroll                      | 3,608,830             | 3,608,830                         |             |
| Taxes payables                       | 9,838,365             | 9,838,365                         |             |
| Other payables                       | 57,334,822            | 57,334,822                        |             |
| Among which: Interests payables      | 732,085               | 732,085                           |             |
| Dividends payables                   | 500,878               | 500,878                           |             |
| Contract liabilities                 | 91,999,246            | 91,999,246                        |             |
| Non-current liabilities due within   | , ,                   | , ,                               |             |
| one year                             | 25,523,637            | 26,871,954                        | 1,348,317   |
| Other current liabilities            | 16,522,113            | 16,522,113                        | , ,         |
| Total current liabilities            | 622,460,611           | 623,808,928                       | 1,348,317   |
|                                      | , ,                   | , ,                               | , ,         |
| Non-current liabilities:             |                       |                                   |             |
| Long-term borrowings                 | 56,031,383            | 56,031,383                        |             |
| Bonds payables                       | 27,994,935            | 27,994,935                        |             |
| Lease liabilities                    | 0                     | 1,051,823                         | 1,051,823   |
| Long-term payables                   | 7,686,698             | 7,526,974                         | -159,724    |
| Long-term accrued payroll            | 3,029,137             | 3,029,137                         |             |
| Accrued liabilities                  | 1,001,566             | 1,001,566                         |             |
| Deferred income                      | 991,316               | 991,316                           |             |
| Deferred income tax liabilities      | 1,162,707             | 1,162,707                         |             |
| Other non-current liabilities        | 173,720               | 173,720                           |             |
| Total non-current liabilities        | 98,071,462            | 98,963,561                        | 892,099     |
| Total liabilities                    | 720,532,073           | 722,772,489                       | 2,240,416   |
| Equity:                              |                       |                                   |             |
| Share capital                        | 22,844,302            | 22,844,302                        |             |
| Other equity instruments             | 31,930,947            | 31,930,947                        |             |
| Including: Preference shares         | 0                     | 0                                 |             |
| Perpetual notes                      | 31,930,947            | 31,930,947                        |             |
| Capital reserve                      | 46,370,629            | 46,370,629                        |             |
| Other comprehensive income           | -322,990              | -322,990                          |             |
| Surplus reserve                      | 8,377,863             | 8,377,863                         |             |
| General risk reserve                 | 2,519,101             | 2,519,101                         |             |
| Accumulated profits                  | 80,062,480            | 80,062,480                        |             |
| Equity attributable to owners of the | 20,002,100            | ,,                                |             |
| Company                              | 191,782,332           | 191,782,332                       |             |
| Minority interests                   | 30,361,696            | 30,361,696                        |             |
| Total equity                         | 222,144,028           | 222,144,028                       |             |
| Total liabilities and equity         | 942,676,101           | 944,916,517                       | 2,240,416   |
|                                      | , . <b>=</b> ,0,0,101 | , , , , , , , , , , , , , , , , , | _,,         |

Explanation on adjustments to respective item:

Based on the calculation result of the effect of adopting New Leases Standard on 1 January 2019, the adjustments to financial statements items are as follows:

Right-of-use assets: Increased by RMB2,661.791 million

Fixed assets: Decreased by RMB280.286 million

Advances to suppliers: Decreased by RMB141.089 million

Non-current liabilities due within one year: Increased by RMB1,348.317 million

Leasing liabilities: Increased by RMB1,051.823 million Long-term payables: Decreased by RMB159.724 million

## **Company Balance Sheet**

(All amounts expressed in RMB thousand)

| Item                                    | 31 December<br>2018 | 1 January<br>2019 | Adjustments |
|---|---------------------|-------------------|-------------|
| Current assets:                         |                     |                   |             |
| Cash and cash equivalents               | 45,423,076          | 45,423,076        |             |
| Trading financial assets                | 59,468              | 59,468            |             |
| Derivative financial assets             | 186                 | 186               |             |
| Bills and accounts receivables          | 10,999,210          | 10,999,210        |             |
| Among which: Bills receivables          | 0                   | 0                 |             |
| Accounts receivables                    | 10,999,210          | 10,999,210        |             |
| Advances to suppliers                   | 4,269,685           | 4,269,685         |             |
| Other receivables                       | 5,807,809           | 5,807,809         |             |
| Among which: Interests receivables      | 0                   | 0                 |             |
| Dividends receivables                   | 1,774,221           | 1,774,221         |             |
| Inventories                             | 5,807               | 5,807             |             |
| Contract assets                         | 1,801,711           | 1,801,711         |             |
| Non-current assets due within one year  | 3,752,947           | 3,752,947         |             |
| Other current assets                    | 71,029,609          | 71,029,609        |             |
| Total current assets                    | 143,149,508         | 143,149,508       |             |
| Non-current assets:                     |                     |                   |             |
| Debt investments                        | 1,652,414           | 1,652,414         |             |
| Long-term receivables                   | 934,955             | 934,955           |             |
| Long-term equity investments            | 172,822,030         | 172,822,030       |             |
| Investments in other equity instruments | 1,747,930           | 1,747,930         |             |
| Other non-current financial assets      | 692,850             | 692,850           |             |
| Investment properties                   | 128,648             | 128,648           |             |
| Fixed assets                            | 281,192             | 281,192           |             |
| Construction in progress                | 37,192              | 37,192            |             |
| Right-of-use assets                     | 0                   | 0                 |             |
| Intangible assets                       | 571,902             | 571,902           |             |
| Long-term deferred expenses             | 84,070              | 84,070            |             |
| Deferred income tax assets              | 371,888             | 371,888           |             |
| Other non-current assets                | 6,968,809           | 6,968,809         |             |
| Total non-current assets                | 186,293,880         | 186,293,880       |             |
| Total assets                            | 329,443,388         | 329,443,388       |             |

## **Company Balance Sheet (Continued)**

| Item                               | 31 December<br>2018 | 1 January<br>2019 | Adjustments |
|------------------------------------|---------------------|-------------------|-------------|
| Current liabilities:               |                     |                   |             |
| Short-term borrowings              | 22,600,000          | 22,600,000        |             |
| Bills and accounts payables        | 17,361,092          | 17,361,092        |             |
| Contract liabilities               | 8,974,244           | 8,974,244         |             |
| Accrued payroll                    | 12,789              | 12,789            |             |
| Taxes payables                     | 214,602             | 214,602           |             |
| Other payables                     | 89,093,301          | 89,093,301        |             |
| Among which: Interests payables    | 533,750             | 533,750           |             |
| Dividends payables                 | 363,167             | 363,167           |             |
| Non-current liabilities due within |                     |                   |             |
| one year                           | 5,102,029           | 5,102,029         |             |
| Other current liabilities          | 805,187             | 805,187           |             |
| Total current liabilities          | 144,163,244         | 144,163,244       |             |
| Non-current liabilities:           |                     |                   |             |
| Long-term borrowings               | 10,858              | 10,858            |             |
| Bonds payables                     | 17,750,811          | 17,750,811        |             |
| Lease liabilities                  | 0                   | 0                 |             |
| Long-term payables                 | 3,573,476           | 3,573,476         |             |
| Long-term accrued payroll          | 13,910              | 13,910            |             |
| Deferred income                    | 4,105               | 4,105             |             |
| Total non-current liabilities      | 21,353,160          | 21,353,160        |             |
| Total liabilities                  | 165,516,404         | 165,516,404       |             |
| Equity:                            |                     |                   |             |
| Share capital                      | 22,844,302          | 22,844,302        |             |
| Other equity instruments           | 31,930,947          | 31,930,947        |             |
| Including: Preference shares       | 0                   | 0                 |             |
| Perpetual notes                    | 31,930,947          | 31,930,947        |             |
| Capital reserve                    | 51,736,226          | 51,736,226        |             |
| Other comprehensive income         | -197,899            | -197,899          |             |
| Surplus reserve                    | 7,706,483           | 7,706,483         |             |
| Accumulated profits                | 49,906,925          | 49,906,925        |             |
| Total equity                       | 163,926,984         | 163,926,984       |             |
| Total liabilities and equity       | 329,443,388         | 329,443,388       |             |

Explanation on adjustments to respective item:

☐ Applicable ✓ Not Applicable

## III. EXPLANATION ON COMPARATIVE FIGURES REGARDING THE RETROSPECTIVE ADJUSTMENTS ON FIRST ADOPTION OF NEW FINANCIAL INSTRUMENT STANDARD AND NEW LEASES STANDARD

On 7 December 2018, the Ministry of Finance issued the "Notice on Revising and Issuing Enterprise Accounting Standard No. 21 – Leases" (Caikuai [2018] No. 35) (the "New Leases Standard"), which is mandatory for domestically and overseas listed companies to adopt effective from 1 January 2019. The New Leases Standard does not distinguish operating lease and finance lease and requires all leases to be recognized in the financial statements as the unique accounting treatments, except for short-term leases and low-value-assets leases. Right-of-use assets and leasing liabilities, as well as respective amortization expenses and interest expenses, are to be recognized. The Company first adopted this standard and adjustments have been made to the opening balances of respective items in the financial statements in the year of first adoption based on the cumulative effects of first adoption on leases existed at the date of first adoption. No comparative figures have been adjusted.

Based on the calculation result of the effect of adopting the New Leases Standard on 1 January 2019, the major adjustments to financial statements items are as follows:

Right-of-use assets: Increased by RMB2,661.791 million

Fixed assets: Decreased by RMB280.286 million

Advances to suppliers: Decreased by RMB141.089 million

Non-current liabilities due within one year: Increased by RMB1,348.317 million

Leasing liabilities: Increased by RMB1,051.823 million Long-term payables: Decreased by RMB159.724 million

#### IV. AUDIT REPORT

□ Applicable ✓ Not Applicable