BARCLAYS

Zhuzhou CSR Times Electric Outlook positive all around

We attended Zhuzhou's 23 March analyst briefing and came away feeling even more positive about Zhuzhou's prospects. Highlights from management's comments: 1) Zhuzhou has already started working with CNR subsidiaries on converters and is confident regarding CNR order inflow even without acquiring CNR assets thanks to Zhuzhou's superior product quality. 2) Solid progress at Insulated Gate Bipolar Transistor (IGBT): Zhuzhou's IGBT business will post a narrower loss this year and likely break even in 2016. 3) ASP for safety equipment could double or triple as products are updated. 4) We expect MU converter revenue to increase 20%, as implied by China Railway Corporation's (CRC) equipment tender plan, and locomotive converters to remain flat with 2014. 5) The company achieved approximately Rmb0.9-1bn in overseas revenue in 2014 (7-8% revenue) and expects the amount to double this year; in addition, Zhuzhou's gross margin is slightly higher overseas than the domestic market. We raise our EPS forecasts by 13-15% for 2015/16 following the strong 2014 EPS beat and optimistic comments from management regarding 2015's outlook. Our new PT is HK\$66/sh based on 15x 2015E EPS, to which we add 50% EPS accretion from becoming a CNR supplier.

Cooperation with CNR under way: Management commented that post the CNR/CSR merger announcement, some CNR subsidiaries already approached Zhuzhou for converter supply as Zhuzhou's product quality is better than its CNR counterparts'. Management indicated there could be small deliveries to CNR in 2015, but this would increase in 2016. Zhuzhou's existing production capacity does not seem to conflict with CNR orders, which means EPS accretion could be higher than our estimated 50% as we had assumed some equity issuance would be required to purchase CNR's related assets.

Solid progress with IGBT: Management commented that production yield for IGBT modules have reached 90%, and Zhuzhou will be ready to deliver 30-50K units in 2015 (production capacity is 500K units). Management expects the operating loss to narrow in 2015 versus RMb250mn in 2014 and potentially to break even in 2016.

L-T revenue supported by maintenance: Management indicated that maintenance revenue accounted for less than 10% of MU converter revenue since most MUs are sold post 2008 and the replacement cycle is 8 to 10 years. We expect maintenance to account for a higher percentage of revenue long term when new train sales slow down.

3898.HK: Financial and Valuation Metrics EPS CNY

FY Dec	2013	2014	2015	2016	2017
EPS	1.35A	2.04A	2.36E	2.57E	2.87E
Previous EPS	1.35A	1.83E	2.05E	2.28E	N/A
Consensus EPS	1.33A	1.81E	2.01E	2.27E	N/A
P/E	28.3	18.8	16.2	14.9	13.3

Source: Barclays Research. Consensus numbers are from Thomson Reuters

Barclays Capital Inc. and/or one of its affiliates does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that the firm may have a conflict of interest that could affect the objectivity of this report.

Investors should consider this report as only a single factor in making their investment decision.

This research report has been prepared in whole or in part by equity research analysts based outside the US who are not registered/qualified as research analysts with FINRA.

PLEASE SEE ANALYST CERTIFICATION(S) AND IMPORTANT DISCLOSURES BEGINNING ON PAGE 5.

Equity Research

Industrials | Asia ex-Japan Capital Goods 23 March 2015

Stock Rating	OVERWEIGHT			
	Unchanged			
Industry View	NEUTRAL			
,	Unchanged			
Price Target	HKD 66.00			
5	from HKD 62.00			
Price (23-Mar-2015)	HKD 47.80			
Potential	+38%			
Upside/Downside				
Tickers	3898 HK / 3898.HK			
	5650.HK			
Market Cap (USD mn)	7243			
Shares Outstanding (mn)	1175.48			
Free Float (%)	100.00			
52 Wk Avg Daily Volume (mn	,			
52 Wk Avg Daily Value (USD mn) 0				
Dividend Yield (%)	1.0			
Return on Equity TTM (%)	27.85			
Current BVPS (CNY) Source: Thomson Reuters	8.80			
Source: Thomson Reuters				
Price Performance	Exchange-HKG			
52 Week range	HKD 54.35-22.30			
60 -				
50 -	۸.			
40 -	Wymen			
30 -				
20 -				
Apr-2014 Jul-2014 Oct-2014	Jan-2015			
Link to Barclays Live for interactive char	ung			

Asia ex-Japan Capital Goods

Yang Song +852 2903 2489 yang.song@barclays.com Barclays Bank, Hong Kong

Joel Ying, CFA +852 2903 4732 joel.ying@barclays.com Barclays Bank, Hong Kong

Asia ex-Japan Capital Goods

Zhuzhou CSR Times Electric (3898.HK)

Income statement (CNYmn)		2015E		2017E	CAGR
Revenue	12,676	14,593	15,042	16,109	8.3%
EBITDA	2,516	3,083	3,453	3,865	15.4%
EBIT	2,321	2,806	3,089	3,469	14.3%
Pre-tax income	2,755	3,221	3,526	3,969	12.9%
Net income	2,395	2,774	3,018	3,378	12.1%
EPS (reported) (CNY)	2.04	2.36	2.57	2.87	12.1%
Diluted shares (mn)	1,175	1,175	1,175	1,175	0.0%
DPS (CNY)	0.40	0.46	0.50	0.56	12.1%
Margin and return data					Average
EBITDA margin (%)	19.8	21.1	23.0	24.0	22.0
EBIT margin (%)	18.3	19.2	20.5	21.5	19.9
Pre-tax margin (%)	21.7	22.1	23.4	N/A	22.4
Net margin (%)	18.9	19.0	20.1	21.0	19.7
ROIC (%)	27.6	26.7		32.4	28.8
ROA (%)	15.8			13.2	14.3
ROE (%)	23.9	22.4		19.2	21.4
	25.5	22.7	20.1	13.2	21.7
Balance sheet and cash flow (CNYmn)					CAGR
Tangible fixed assets	1,883	3,497	3,659	3,789	26.2%
Intangible fixed assets	297		245	218	-9.8%
Cash and equivalents	2,680			10,173	56.0%
Total assets		20,762	'	27,465	17.5%
	42	42	42	42 42	0.0%
Short and long-term debt Net debt/(funds)					
				-10,131	N/A
Other long-term liabilities	730	· ·	1,404	1,741	33.6%
Total liabilities	5,754		7,488	8,273	12.9%
Shareholders' equity		13,765		19,024	20.1%
Change in working capital	-2,617	319	246	-118	N/A
Cash flow from operations	-192	3,264		3,498	N/A
Capital expenditure		-2,000		-500	N/A
Free cash flow	-453	1,264	3,010	2,998	N/A
Valuation and leverage metrics					Average
P/E (reported) (x)	18.8	16.2	14.9	13.3	Average 15.8
EV/EBITDA (x)					11.4
	15.5	12.1	9.9	8.1	
Equity FCF yield (%)	-0.6	-1.7		-0.3	-0.7
EV/sales (x)	3.1	2.5	2.3	2.0	2.5
P/BV (x)	4.1	3.3	2.8	N/A	3.4
Dividend yield (%)	1.0	1.2	1.3	1.5	1.3
Total debt/capital (%)	0.2	0.2	0.2	0.2	0.2
Net debt/EBITDA (x)	-5.6	-5.3	-4.8	-4.5	-5.0
Selected operating metrics (CNYmn)					
Locomotives	3,704	3,704	3,519	3,871	
Electric multiple units	4,759	5,704		5,745	
•					
Metropolitan rail transportation equipment	1,208		1,461	1,607	
Train operation safety equipment revenue	575	1,149		1,520	
Rail maintenance vehicle related revenue	1,149	1,206	1,266	1,330	
Power semiconductor components revenue	430	430	430	430	
Sensors and related products revenue	135	155	178	205	
Other products revenue	717	896	1,120	1,400	

Source: Company data, Barclays Research Note: FY End Dec

Industry View: NEUTRAL

Stock Rating: OVERWEIGHT

Price (23-Mar-2015)	HKD 47.80			
Price Target	HKD 66.00			
Why Overweight? We see Zhuzhou CSR as the				

biggest beneficiary of the merger, as it would gain from the removal of the "man-made" barrier for CNR to source components from Zhuzhou and it has the first right to purchase competing subsidiaries of CNR and become a CNR supplier. We are positive on the company given the large demand potential.

Upside case HKD 74.80 Our upside case assumes the purchase of competing

subsidiaries of CNR, creating 70% EPS accretion.

Downside case HKD 38.50

Our downside case assumes Zhuzhou CSR does not purchase the competing business of CNR and therefore 0% EPS accretion, and applies a 14x multiple on 2015E EPS.

Upside/Downside scenarios



23 March 2015

Valuation and key risks

Our 12-month price target of HK\$66.00 for Zhuzhou CSR is based on our target P/E of 16x applied to our EPS for 2015, to which we add 50% EPS accretion from becoming a CNR supplier. We retain our Overweight rating.

The key risks to our price target for Zhuzhou CSR, in our view, are the following: 1) any delay in the process of CSR/CNR merger; 2) if Zhuzhou CSR did not execute its right to buy the competing business; 3) higher-than expected cost in purchasing competing business and 4) lower-than-expected EPS accretion after asset acquisition.

FIGURE 1

Zhuzhou CSR FY14 revenue breakdown - actual vs forecast

Revenue breakdown	2014A	2014E	A vs E	2013A	Y/Y
Train power converters, auxiliary power etc	9,671	8,768	10%	6,177	57%
Locomotives	3,704	3,294	12%	2,906	27%
Electric Multiple units	4,759	4,327	10%	2,315	106%
Metropolitan rail transportation equipment	1,208	1,147	5%	956	26%
Train operation safety equipment	575	571	1%	571	1%
Railway maintenance vehicles related products	1,149	1,268	-9%	1,103	4%
Train-borne electrical systems	11,394	10,607	7%	7,851	45%
Power semiconductor components	430	471	-9%	523	-18%
Sensors and related products	135	135	0%	117	15%
Other products	717	401	79%	365	96%
Electric components	1,282	1,007	27%	1,005	28%
Total revenue	12,676	11,614	9%	8,856	43%
Source: Company data, Barclays Research estimates					

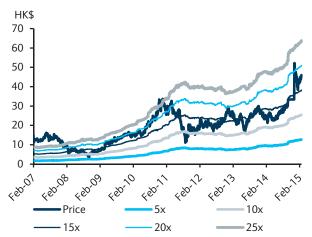
FIGURE 2

Zhuzhou CSR FY14 results breakdown – actual vs estimates

12,676 -7,976 4,700 -881 -1,349	11,535 -7,133 4,402 -648 -1,180	9.9% 11.8% 6.8% 35.9%	8,856 -5,770 3,086	43.1% 38.2% 52.3%	3,855 -2,590 1,265	2,714 -1,748	42.0% 48.2%
4,700 -881 -1,349	4,402 -648	6.8%					48.2%
-881 -1,349	-648		3,086	52.3%	1 265		
-1,349		35.9%		- 10 /0	1,205	967	30.8%
,	_1 180		-498	76.7%	-387	-154	151.2%
140	-1,100	14.4%	-1,005	34.2%	-477	-307	55.2%
-149	-250	-40.5%	-8	1725.7%	25	-76	-132.6%
2,321	2,324	-0.1%	1,574	47.4%	426	429	-0.8%
122	113	7.4%	13	n.m.	13	4	198.0%
43	48	-9.9%	27	56.5%	9	13	-35.3%
269	116	131.7%	89	201.8%	179	26	578.4%
2,755	2,602	5.9%	1,704	61.7%	627	473	32.4%
-363	-454	-20.0%	-237	52.9%	18	-73	-124.1%
2,392	2,148	11.4%	1,466	63.1%	644	400	60.9%
-3	1	-340.9%	-1	253.0%	-4	0	
2,395	2,147	11.5%	1,467	63.2%	648	400	61.9%
2.04	1.83	11.5%	1.35	50.6%	0.55	0.34	61.9%
37.1%	38.2%	-1.1%	34.8%	2.2%	32.8%	35.6%	-2.8%
17.6%	15.8%	1.7%	17.0%	0.6%	22.4%	17.0%	5.4%
18.3%	20.2%	-1.8%	17.8%	0.5%	11.0%	15.8%	-4.8%
18.9%	18.6%	0.2%	16.6%	2.3%	16.7%	-2.7%	19.4%
	122 43 269 2,755 -363 2,392 -3 2,395 2.04 37.1% 17.6% 18.3%	122 113 43 48 269 116 2,755 2,602 -363 -454 2,392 2,148 -3 1 2,395 2,147 2,04 1.83 37.1% 38.2% 17.6% 15.8% 18.3% 20.2% 18.9% 18.6%	122 113 7.4% 43 48 -9.9% 269 116 131.7% 2,755 2,602 5.9% -363 -454 -20.0% 2,392 2,148 11.4% -3 1 -340.9% 2,395 2,147 11.5% 2,04 1.83 11.5% 37.1% 38.2% -1.1% 17.6% 15.8% 1.7% 18.3% 20.2% -1.8% 18.9% 18.6% 0.2%	$\begin{array}{cccccccccccccccccccccccccccccccccccc$	$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	$\begin{array}{cccccccccccccccccccccccccccccccccccc$

Source: Company data, Barclays Research estimates





Source: Bloomberg, Barclays Research

FIGURE 4 Zhuzhou CSR P/B band chart



Source: Bloomberg, Barclays Research

ANALYST(S) CERTIFICATION(S):

I, Yang Song, hereby certify (1) that the views expressed in this research report accurately reflect my personal views about any or all of the subject securities or issuers referred to in this research report and (2) no part of my compensation was, is or will be directly or indirectly related to the specific recommendations or views expressed in this research report.

IMPORTANT DISCLOSURES

Barclays Research is a part of the Investment Bank of Barclays Bank PLC and its affiliates (collectively and each individually, "Barclays"). For current important disclosures regarding companies that are the subject of this research report, please send a written request to: Barclays Research Compliance, 745 Seventh Avenue, 14th Floor, New York, NY 10019 or refer to http://publicresearch.barclays.com or call 212-526-1072.

The analysts responsible for preparing this research report have received compensation based upon various factors including the firm's total revenues, a portion of which is generated by investment banking activities.

Research analysts employed outside the US by affiliates of Barclays Capital Inc. are not registered/qualified as research analysts with FINRA. These analysts may not be associated persons of the member firm and therefore may not be subject to NASD Rule 2711 and incorporated NYSE Rule 472 restrictions on communications with a subject company, public appearances and trading securities held by a research analyst's account.

Analysts regularly conduct site visits to view the material operations of covered companies, but Barclays policy prohibits them from accepting payment or reimbursement by any covered company of their travel expenses for such visits.

In order to access Barclays Statement regarding Research Dissemination Policies and Procedures, please refer to https://live.barcap.com/publiccp/RSR/nyfipubs/disclaimer/disclaimer/disclaimer-research-dissemination.html. In order to access Barclays Research Conflict Management Policy Statement, please refer to: https://live.barcap.com/publiccp/RSR/nyfipubs/disclaimer/conflict-management.html.

The Investment Bank's Research Department produces various types of research including, but not limited to, fundamental analysis, equity-linked analysis, quantitative analysis, and trade ideas. Recommendations contained in one type of research product may differ from recommendations contained in other types of research, whether as a result of differing time horizons, methodologies, or otherwise.

Primary Stocks (Ticker, Date, Price)

Zhuzhou CSR Times Electric (3898.HK, 23-Mar-2015, HKD 47.80), Overweight/Neutral, J

Disclosure Legend:

A: Barclays Bank PLC and/or an affiliate has been lead manager or co-lead manager of a publicly disclosed offer of securities of the issuer in the previous 12 months.

B: An employee of Barclays Bank PLC and/or an affiliate is a director of this issuer.

C: Barclays Bank PLC and/or an affiliate is a market-maker and/or liquidity provider in equity securities issued by this issuer or one of its affiliates.

D: Barclays Bank PLC and/or an affiliate has received compensation for investment banking services from this issuer in the past 12 months.

E: Barclays Bank PLC and/or an affiliate expects to receive or intends to seek compensation for investment banking services from this issuer within the next 3 months.

F: Barclays Bank PLC and/or an affiliate beneficially owned 1% or more of a class of equity securities of the issuer as of the end of the month prior to the research report's issuance.

G: One of the analysts on the coverage team (or a member of his or her household) owns shares of the common stock of this issuer.

H: This issuer beneficially owns 5% or more of any class of common equity securities of Barclays Bank PLC.

I: Barclays Bank PLC and/or an affiliate has a significant financial interest in the securities of this issuer.

J: Barclays Bank PLC and/or an affiliate trades regularly in the securities of this issuer.

K: Barclays Bank PLC and/or an affiliate has received non-investment banking related compensation from this issuer within the past 12 months.

L: This issuer is, or during the past 12 months has been, an investment banking client of Barclays Bank PLC and/or an affiliate.

M: This issuer is, or during the past 12 months has been, a non-investment banking client (securities related services) of Barclays Bank PLC and/or an affiliate.

N: This issuer is, or during the past 12 months has been, a non-investment banking client (non-securities related services) of Barclays Bank PLC and/or an affiliate.

O: Barclays Capital Inc., through Barclays Market Makers, is a Designated Market Maker in this issuer's stock, which is listed on the New York Stock Exchange. At any given time, its associated Designated Market Maker may have "long" or "short" inventory position in the stock; and its associated Designated Market Maker may be on the opposite side of orders executed on the floor of the New York Stock Exchange in the stock.

P: A partner, director or officer of Barclays Capital Canada Inc. has, during the preceding 12 months, provided services to the subject company for remuneration, other than normal course investment advisory or trade execution services.

Q: Barclays Bank PLC and/or an affiliate is a Corporate Broker to this issuer.

R: Barclays Capital Canada Inc. and/or an affiliate has received compensation for investment banking services from this issuer in the past 12 months.

IMPORTANT DISCLOSURES CONTINUED

S: Barclays Capital Canada Inc. is a market-maker in an equity or equity related security issued by this issuer.

T: Barclays Bank PLC and/or an affiliate is providing equity advisory services to this issuer.

Risk Disclosure(s)

Master limited partnerships (MLPs) are pass-through entities structured as publicly listed partnerships. For tax purposes, distributions to MLP unit holders may be treated as a return of principal. Investors should consult their own tax advisors before investing in MLP units.

Guide to the Barclays Fundamental Equity Research Rating System:

Our coverage analysts use a relative rating system in which they rate stocks as Overweight, Equal Weight or Underweight (see definitions below) relative to other companies covered by the analyst or a team of analysts that are deemed to be in the same industry (the "industry coverage universe").

In addition to the stock rating, we provide industry views which rate the outlook for the industry coverage universe as Positive, Neutral or Negative (see definitions below). A rating system using terms such as buy, hold and sell is not the equivalent of our rating system. Investors should carefully read the entire research report including the definitions of all ratings and not infer its contents from ratings alone.

Stock Rating

Overweight - The stock is expected to outperform the unweighted expected total return of the industry coverage universe over a 12-month investment horizon.

Equal Weight - The stock is expected to perform in line with the unweighted expected total return of the industry coverage universe over a 12month investment horizon.

Underweight - The stock is expected to underperform the unweighted expected total return of the industry coverage universe over a 12-month investment horizon.

Rating Suspended - The rating and target price have been suspended temporarily due to market events that made coverage impracticable or to comply with applicable regulations and/or firm policies in certain circumstances including where the Investment Bank of Barclays Bank PLC is acting in an advisory capacity in a merger or strategic transaction involving the company.

Industry View

Positive - industry coverage universe fundamentals/valuations are improving.

Neutral - industry coverage universe fundamentals/valuations are steady, neither improving nor deteriorating.

Negative - industry coverage universe fundamentals/valuations are deteriorating.

Below is the list of companies that constitute the "industry coverage universe":

Asia ex-Japan Capital Goods

ABB Ltd. (ABB.NS)	Airtac International Group (1590.TW)	BGR Energy Systems Ltd. (BGRE.NS)
Bharat Heavy Electricals Ltd. (BHEL.NS)	Crompton Greaves Ltd. (CROM.NS)	CSR Corporation Ltd. (1766.HK)
Cummins India Ltd. (CUMM.NS)	Dongfang Electric Corp., Ltd. (1072.HK)	Doosan Heavy Industries & Construction (034020.KS)
Harbin Electric Co., Ltd. (1133.HK)	Havells India Ltd. (HVEL.NS)	Hiwin Technologies Corp. (2049.TW)
KEC International Ltd. (KECL.NS)	Larsen & Toubro Ltd. (LART.NS)	Lonking Holdings Limited. (3339.HK)
Sany Heavy Equipment Int'l Holdings Co., Ltd. (0631.HK)	Shanghai Electric Group Co., Ltd. (2727.HK)	Siemens Ltd. (SIEM.NS)
Sinotruk (Hong Kong) Limited. (3808.HK)	Sunspring Metal (2062.TW)	Thermax Ltd. (THMX.NS)
Voltas Ltd. (VOLT.NS)	Weichai Power Co., Ltd. (2338.HK)	Zhuzhou CSR Times Electric (3898.HK)
Zoomlion Heavy Industry (1157.HK)		

Distribution of Ratings:

Barclays Equity Research has 2686 companies under coverage.

43% have been assigned an Overweight rating which, for purposes of mandatory regulatory disclosures, is classified as a Buy rating; 54% of companies with this rating are investment banking clients of the Firm.

41% have been assigned an Equal Weight rating which, for purposes of mandatory regulatory disclosures, is classified as a Hold rating; 46% of companies with this rating are investment banking clients of the Firm.

14% have been assigned an Underweight rating which, for purposes of mandatory regulatory disclosures, is classified as a Sell rating; 42% of companies with this rating are investment banking clients of the Firm.

Guide to the Barclays Research Price Target:

Each analyst has a single price target on the stocks that they cover. The price target represents that analyst's expectation of where the stock will trade in the next 12 months. Upside/downside scenarios, where provided, represent potential upside/potential downside to each analyst's price target over the same 12-month period.

IMPORTANT DISCLOSURES CONTINUED

Top Picks:

Barclays Equity Research's "Top Picks" represent the single best alpha-generating investment idea within each industry (as defined by the relevant "industry coverage universe"), taken from among the Overweight-rated stocks within that industry. Barclays Equity Research publishes global and regional "Top Picks" reports every quarter and analysts may also publish intra-quarter changes to their Top Picks, as necessary. While analysts may highlight other Overweight-rated stocks in their published research in addition to their Top Pick, there can only be one "Top Pick" for each industry. The current list of Top Picks is available on https://live.barcap.com/go/RSL/servlets/dv.search?pubType=4526&contentType=latest.

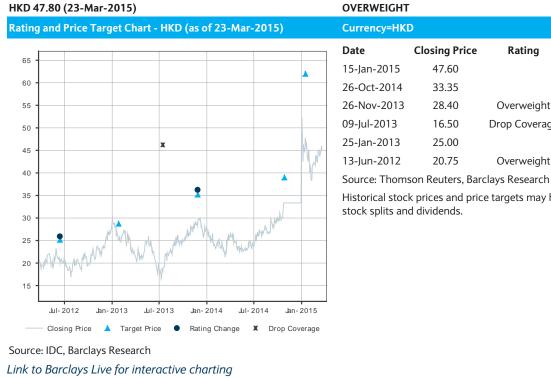
To see a list of companies that comprise a particular industry coverage universe, please go to http://publicresearch.barclays.com.

Barclays offices involved in the production of equity research:

London Barclays Bank PLC (Barclays, London) New York Barclays Capital Inc. (BCI, New York) Tokyo Barclays Securities Japan Limited (BSJL, Tokyo) São Paulo Banco Barclays S.A. (BBSA, São Paulo) Hong Kong Barclays Bank PLC, Hong Kong branch (Barclays Bank, Hong Kong) Toronto Barclays Capital Canada Inc. (BCCI, Toronto) Johannesburg Absa Bank Limited (Absa, Johannesburg) Mexico City Barclays Bank Mexico, S.A. (BBMX, Mexico City) Taiwan Barclays Capital Securities Taiwan Limited (BCSTW, Taiwan) Seoul Barclays Capital Securities Limited (BCSL, Seoul) Mumbai Barclays Securities (India) Private Limited (BSIPL, Mumbai) Singapore Barclays Bank PLC, Singapore branch (Barclays Bank, Singapore)

IMPORTANT DISCLOSURES CONTINUED

Zhuzhou CSR Times Electric (3898 HK / 3898.HK) Stock Rating



	OVERWEIGHT	NEUTRAL					
	Currency=HKD						
1	Date	Closing Price	Rating	Adjusted Price Target			
	15-Jan-2015	47.60		62.00			
	26-Oct-2014	33.35		39.00			
	26-Nov-2013	28.40	Overweight	35.20			
	09-Jul-2013	16.50	Drop Coverage				
	25-Jan-2013	25.00		28.74			
	13-Jun-2012	20.75	Overweight	25.18			
	Source Thom	son Reliters Bar	clavs Research				

Industry View

Historical stock prices and price targets may have been adjusted for

J: Barclays Bank PLC and/or an affiliate trades regularly in the securities of Zhuzhou CSR Times Electric.

Valuation Methodology: Our 12-month price target of HK\$66.00 for Zhuzhou CSR is based on our target P/E of 16x applied to our EPS for 2015 and assuming a merger EPS accretion of 50%. We see Zhuzhou CSR as the biggest beneficiary of the CSR/CNR merger, as it has the first right to purchase competing subsidiaries of CNR and become a CNR supplier. We estimate Zhuzhou could enjoy 50% EPS accretion after the acquisition of the competing subsidiaries of CNR.

Risks which May Impede the Achievement of the Barclays Research Price Target: The key risks to our price target, in our view, are the following: 1) Any delay in the process of CSR/CNR merger; 2) if Zhuzhou CSR did not execute its right to buy the competing assets; 3) higherthan expected cost in purchasing the competing assets; and 4) lower-than-expected EPS accretion after asset acquisition.

DISCLAIMER:

This publication has been prepared by the Investment Bank of Barclays Bank PLC and/or one or more of its affiliates (collectively and each individually, "Barclays"). It has been issued by one or more Barclays legal entities that are a part of the Investment Bank as provided below. It is provided to our clients for information purposes only, and Barclays makes no express or implied warranties, and expressly disclaims all warranties of merchantability or fitness for a particular purpose or use with respect to any data included in this publication. Barclays will not treat unauthorized recipients of this report as its clients. Prices shown are indicative and Barclays is not offering to buy or sell or soliciting offers to buy or sell any financial instrument.

Without limiting any of the foregoing and to the extent permitted by law, in no event shall Barclays, nor any affiliate, nor any of their respective officers, directors, partners, or employees have any liability for (a) any special, punitive, indirect, or consequential damages; or (b) any lost profits, lost revenue, loss of anticipated savings or loss of opportunity or other financial loss, even if notified of the possibility of such damages, arising from any use of this publication or its contents.

Other than disclosures relating to Barclays, the information contained in this publication has been obtained from sources that Barclays Research believes to be reliable, but Barclays does not represent or warrant that it is accurate or complete. Barclays is not responsible for, and makes no warranties whatsoever as to, the content of any third-party web site accessed via a hyperlink in this publication and such information is not incorporated by reference.

The views in this publication are those of the author(s) and are subject to change, and Barclays has no obligation to update its opinions or the information in this publication. The analyst recommendations in this publication reflect solely and exclusively those of the author(s), and such opinions were prepared independently of any other interests, including those of Barclays and/or its affiliates. This publication does not constitute personal investment advice or take into account the individual financial circumstances or objectives of the clients who receive it. The securities discussed herein may not be suitable for all investors. Barclays recommends that investors independently evaluate each issuer, security or instrument discussed herein and consult any independent advisors they believe necessary. The value of and income from any investment may fluctuate from day to day as a result of changes in relevant economic markets (including changes in market liquidity). The information herein is not intended to predict actual results, which may differ substantially from those reflected. Past performance is not necessarily indicative of future results.

This material has been issued and approved for distribution in the UK and European Economic Area by Barclays Bank PLC. It is being made available primarily to persons who are investment professionals as that term is defined in Article 19 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005. It is directed at, and therefore should only be relied upon by, persons who have professional experience in matters relating to investments. The investments to which it relates are available only to such persons and will be entered into only with such persons. Barclays Bank PLC is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority and is a member of the London Stock Exchange.

The Investment Bank of Barclays Bank PLC undertakes U.S. securities business in the name of its wholly owned subsidiary Barclays Capital Inc., a FINRA and SIPC member. Barclays Capital Inc., a U.S. registered broker/dealer, is distributing this material in the United States and, in connection therewith accepts responsibility for its contents. Any U.S. person wishing to effect a transaction in any security discussed herein should do so only by contacting a representative of Barclays Capital Inc. in the U.S. at 745 Seventh Avenue, New York, New York 10019.

Non-U.S. persons should contact and execute transactions through a Barclays Bank PLC branch or affiliate in their home jurisdiction unless local regulations permit otherwise.

Barclays Bank PLC, Paris Branch (registered in France under Paris RCS number 381 066 281) is regulated by the Autorité des marchés financiers and the Autorité de contrôle prudentiel. Registered office 34/36 Avenue de Friedland 75008 Paris.

This material is distributed in Canada by Barclays Capital Canada Inc., a registered investment dealer, a Dealer Member of IIROC (www.iiroc.ca), and a Member of the Canadian Investor Protection Fund(CIPF).

Subject to the conditions of this publication as set out above, the Corporate & Investment Banking Division of Absa Bank Limited, an authorised financial services provider (Registration No.: 1986/004794/06. Registered Credit Provider Reg No NCRCP7), is distributing this material in South Africa. Absa Bank Limited is regulated by the South African Reserve Bank. This publication is not, nor is it intended to be, advice as defined and/or contemplated in the (South African) Financial Advisory and Intermediary Services Act, 37 of 2002, or any other financial, investment, trading, tax, legal, accounting, retirement, actuarial or other professional advice or service whatsoever. Any South African person or entity wishing to effect a transaction in any security discussed herein should do so only by contacting a representative of the Corporate & Investment Banking Division of Absa Bank Limited in South Africa, 15 Alice Lane, Sandton, Johannesburg, Gauteng 2196. Absa Bank Limited is a member of the Barclays group.

In Japan, foreign exchange research reports are prepared and distributed by Barclays Bank PLC Tokyo Branch. Other research reports are distributed to institutional investors in Japan by Barclays Securities Japan Limited. Barclays Securities Japan Limited is a joint-stock company incorporated in Japan with registered office of 6-10-1 Roppongi, Minato-ku, Tokyo 106-6131, Japan. It is a subsidiary of Barclays Bank PLC and a registered financial instruments firm regulated by the Financial Services Agency of Japan. Registered Number: Kanto Zaimukyokucho (kinsho) No. 143.

Barclays Bank PLC, Hong Kong Branch is distributing this material in Hong Kong as an authorised institution regulated by the Hong Kong Monetary Authority. Registered Office: 41/F, Cheung Kong Center, 2 Queen's Road Central, Hong Kong.

Information on securities/instruments that trade in Taiwan or written by a Taiwan-based research analyst is distributed by Barclays Capital Securities Taiwan Limited to its clients. The material on securities/instruments not traded in Taiwan is not to be construed as 'recommendation' in Taiwan. Barclays Capital Securities Taiwan Limited does not accept orders from clients to trade in such securities. This material may not be distributed to the public media or used by the public media without prior written consent of Barclays.

This material is distributed in South Korea by Barclays Capital Securities Limited, Seoul Branch.

All equity research material is distributed in India by Barclays Securities (India) Private Limited (SEBI Registration No: INB/INF 231292732 (NSE), INB/INF 011292738 (BSE) | Corporate Identification Number: U67120MH2006PTC161063 | Registered Office: 208 | Ceejay House | Dr. Annie Besant Road | Shivsagar Estate | Worli | Mumbai - 400 018 | India, Phone: + 91 22 67196363). Other research reports are distributed in India by Barclays Bank PLC, India Branch.

Barclays Bank PLC Frankfurt Branch distributes this material in Germany under the supervision of Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin).

This material is distributed in Malaysia by Barclays Capital Markets Malaysia Sdn Bhd.

This material is distributed in Brazil by Banco Barclays S.A.

This material is distributed in Mexico by Barclays Bank Mexico, S.A.

Barclays Bank PLC in the Dubai International Financial Centre (Registered No. 0060) is regulated by the Dubai Financial Services Authority (DFSA). Principal place of business in the Dubai International Financial Centre: The Gate Village, Building 4, Level 4, PO Box 506504, Dubai, United Arab Emirates. Barclays

Bank PLC-DIFC Branch, may only undertake the financial services activities that fall within the scope of its existing DFSA licence. Related financial products or services are only available to Professional Clients, as defined by the Dubai Financial Services Authority.

Barclays Bank PLC in the UAE is regulated by the Central Bank of the UAE and is licensed to conduct business activities as a branch of a commercial bank incorporated outside the UAE in Dubai (Licence No.: 13/1844/2008, Registered Office: Building No. 6, Burj Dubai Business Hub, Sheikh Zayed Road, Dubai (City) and Abu Dhabi (Licence No.: 13/952/2008, Registered Office: Al Jazira Towers, Hamdan Street, PO Box 2734, Abu Dhabi).

Barclays Bank PLC in the Qatar Financial Centre (Registered No. 00018) is authorised by the Qatar Financial Centre Regulatory Authority (QFCRA). Barclays Bank PLC-QFC Branch may only undertake the regulated activities that fall within the scope of its existing QFCRA licence. Principal place of business in Qatar: Qatar Financial Centre, Office 1002, 10th Floor, QFC Tower, Diplomatic Area, West Bay, PO Box 15891, Doha, Qatar. Related financial products or services are only available to Business Customers as defined by the Qatar Financial Centre Regulatory Authority.

This material is distributed in the UAE (including the Dubai International Financial Centre) and Qatar by Barclays Bank PLC.

This material is distributed in Russia by OOO Barclays Capital, affiliated company of Barclays Bank PLC, registered and regulated in Russia by the FSFM. Broker License #177-11850-100000; Dealer License #177-11855-010000. Registered address in Russia: 125047 Moscow, 1st Tverskaya-Yamskaya str. 21.

This material is distributed in Singapore by the Singapore branch of Barclays Bank PLC, a bank licensed in Singapore by the Monetary Authority of Singapore. For matters in connection with this report, recipients in Singapore may contact the Singapore branch of Barclays Bank PLC, whose registered address is One Raffles Quay Level 28, South Tower, Singapore 048583.

Barclays Bank PLC, Australia Branch (ARBN 062 449 585, AFSL 246617) is distributing this material in Australia. It is directed at 'wholesale clients' as defined by Australian Corporations Act 2001.

IRS Circular 230 Prepared Materials Disclaimer: Barclays does not provide tax advice and nothing contained herein should be construed to be tax advice. Please be advised that any discussion of U.S. tax matters contained herein (including any attachments) (i) is not intended or written to be used, and cannot be used, by you for the purpose of avoiding U.S. tax-related penalties; and (ii) was written to support the promotion or marketing of the transactions or other matters addressed herein. Accordingly, you should seek advice based on your particular circumstances from an independent tax advisor.

© Copyright Barclays Bank PLC (2015). All rights reserved. No part of this publication may be reproduced or redistributed in any manner without the prior written permission of Barclays. Barclays Bank PLC is registered in England No. 1026167. Registered office 1 Churchill Place, London, E14 5HP. Additional information regarding this publication will be furnished upon request.

US08-000001