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## **MTR CORPORATION LIMITED**

**(地鐵有限公司)**

**(the "Company")**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 66)

### **POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 9 OCTOBER 2007 AND RESUMPTION OF TRADING**

#### **RESULT OF THE MERGER EGM**

The Board is pleased to announce that the ordinary resolution proposed to approve, ratify and confirm the Rail Merger, the Transaction Agreements and the transactions contemplated thereunder was duly passed at the Merger EGM held on 9 October 2007.

#### **RESUMPTION OF TRADING**

At the request of the Company, trading in shares (stock code 66) in, and listed debt securities (stock code 2524) of, the Company on the Stock Exchange was suspended with effect from 9:30 a.m. on 9 October 2007 pending the issue of this announcement. Application has been made by the Company to the Stock Exchange for the resumption of trading in its shares and listed debt securities with effect from 9:30 a.m. on 10 October 2007.

Reference is made to the circular of the Company dated 3 September 2007 (the "**Circular**"). Unless otherwise specified, terms used herein shall have the same meanings as defined in the Circular.

#### **RESULT OF THE MERGER EGM**

The Board is pleased to announce that the ordinary resolution proposed to approve, ratify and confirm the Rail Merger, the Transaction Agreements and the transactions contemplated thereunder was duly passed at the Merger EGM held on 9 October 2007.

The Company's registrar, Computershare Hong Kong Investor Services Limited, was appointed as scrutineer for the purpose of counting the votes at the Merger EGM.

The ordinary resolution was voted on by the Independent Shareholders by way of poll. The voting result in respect of the ordinary resolution is as follows:

Ordinary Resolution	Total Number of Votes	Number of Votes	
		For	Against
<p><b>That</b> for the purposes of implementing the Rail Merger, the Transaction Agreements be hereby approved, confirmed and (in respect of Transaction Agreements previously entered into by the Company) ratified; and that the Chief Executive Officer of the Company or any two members of the Board or two members of the Executive Directorate of the Company be and are hereby authorised to do all such further acts and things and execute such further documents and deeds (and if necessary apply the common seal of the Company thereto) and take all steps which in his/her opinion may be necessary, desirable and expedient to implement and/or give effect to the terms of the Transaction Agreements and the Rail Merger Ordinance and the transactions contemplated thereunder.</p>	308,421,208	253,800,897 (82.29%)	54,620,311 (17.71%)

As at the time of the closure of the register of members of the Company for determination of entitlements to attend and vote at the Merger EGM (that being 9:00 a.m. on 8 October 2007) (the "Record Date"), the number of issued Shares was 5,589,549,505.

The Government and its associates who were together interested in 4,331,635,703 Shares as at the Record Date (that being approximately 77.50% of the number of issued Shares) were required to and have abstained from voting in respect of the ordinary resolution at the Merger EGM. Independent Shareholders who were interested in 1,257,913,802 Shares as at the Record Date (that being approximately 22.50% of the number of issued Shares) were entitled to attend and vote for or against the ordinary resolution at the Merger EGM. There was no shareholder who was entitled to attend the Merger EGM but was only entitled to vote against the ordinary resolution.

#### **RESUMPTION OF TRADING**

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By order of the Board  
**Leonard Bryan Turk**  
*Company Secretary*

Hong Kong, 9 October 2007

As at the date of this announcement:

The **Members of the Board** are: Dr. Raymond Ch'ien Kuo-fung (*Chairman*)\*\*, Chow Chung-kong (*Chief Executive Officer*), Professor Cheung Yau-kai\*, David Gordon Eldon\*, Christine Fang Meng-sang\*, Edward Ho Sing-tin\*, Lo Chung-hing\*, T. Brian Stevenson\*, Professor Chan Ka-keung, Ceajer (Secretary for Financial Services and the Treasury)\*\*, Secretary for Transport and Housing (Eva Cheng)\*\* and Commissioner for Transport (Alan Wong Chi-kong)\*\*

The **Members of the Executive Directorate** are: Chow Chung-kong, Russell John Black, William Chan Fu-keung, Thomas Ho Hang-kwong, Lincoln Leong Kwok-kuen, Francois Lung Ka-kui, Andrew McCusker and Leonard Bryan Turk

\* *independent non-executive Directors*

\*\* *non-executive Directors*

**Registered Office:** MTR Tower, Telford Plaza, Kowloon Bay, Hong Kong

*This announcement is made in English and Chinese. In the case of any inconsistency, the English version shall prevail.*

