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MTR CORPORATION LIMITED

香港鐵路有限公司

(the 'Company')

(Incorporated in Hong Kong with limited liability)

(Stock Code: 66)

ANNUAL GENERAL MEETING HELD ON 20 MAY 2015 POLL RESULTS

At the Annual General Meeting of the Company held on 20 May 2015 (the 'AGM'), a poll was demanded by the Chairman for voting on each of the proposed resolutions as set out in the Notice of AGM dated 16 April 2015. The Company is pleased to announce the results of the poll, which are as follows:

	Ordinary Resolutions	Number of Votes (%)	
		For	Against
1.	To receive and consider the audited Statement of Accounts and the Reports of the Directors and the Auditors of the Company for the year ended 31 December 2014.	4,840,470,342 (99.9987%)	62,333 (0.0013%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare a final dividend for the year ended 31 December 2014.	4,840,531,785 (99.9991%)	42,220 (0.0009%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(a)	To re-elect Dr. Raymond Ch'ien Kuo-fung as a member of the Board of Directors of the Company.	4,816,312,988 (99.5137%)	23,537,305 (0.4863%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(b)	To re-elect Professor Chan Ka-keung, Ceajer as a member of the Board of Directors of the Company.	4,508,114,386 (93.1967%)	329,087,941 (6.8033%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

	Ordinary Resolutions	Number of Votes (%)	
		For	Against
3.(c)	To elect Dr. Eddy Fong Ching as a member of the Board of Directors of the Company.	4,838,425,193 (99.9563%)	2,116,889 (0.0437%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(d)	To elect James Kwan Yuk-choi as a member of the Board of Directors of the Company.	4,840,278,324 (99.9951%)	234,951 (0.0049%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(e)	To elect Lincoln Leong Kwok-kuen as a member of the Board of Directors of the Company.	4,835,803,232 (99.9103%)	4,343,641 (0.0897%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(f)	To elect Lucia Li Li Ka-lai as a member of the Board of Directors of the Company.	4,838,400,320 (99.9571%)	2,074,791 (0.0429%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.(g)	To elect Benjamin Tang Kwok-bun as a member of the Board of Directors of the Company.	4,840,214,958 (99.9948%)	250,979 (0.0052%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.	To re-appoint KPMG as Auditors of the Company and authorise the Board of Directors to determine their remuneration.	4,829,866,057 (99.7793%)	10,683,447 (0.2207%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
5.	To grant a general mandate to the Board of Directors to allot, issue, grant, distribute and otherwise deal with additional shares in the Company, not exceeding ten per cent. of the aggregate number of shares in issue at the date of this Resolution. #	4,533,160,576 (93.6501%)	307,370,917 (6.3499%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
6.	To grant a general mandate to the Board of Directors to purchase shares in the Company, not exceeding ten per cent. of the aggregate number of shares in issue at the date of this Resolution. #	4,840,363,700 (99.9984%)	79,208 (0.0016%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

	Ordinary Resolutions	Number of Votes (%)	
		For	Against
7.	Conditional on the passing of Resolutions 5 and 6, to extend the mandate of the Board of Directors to exercise the powers to allot, issue, grant, distribute and otherwise deal with additional shares in the Company under Resolution 5 by the addition thereto of a number of shares in the Company representing the aggregate number of shares in the Company purchased by the Company. #	4,532,689,457 (93.6414%)	307,785,370 (6.3586%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

#The full text of the Resolution is set out in the Notice of AGM.

Notes:

- (1) Number of shares entitling the holder to attend and vote on all the resolutions at the AGM : 5,840,602,047 shares.
- (2) Number of shares entitling the holder to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ('Listing Rules') at the AGM: Nil.
- (3) Number of shares of holders that are required under the Listing Rules to abstain from voting: Nil.
- (4) Computershare Hong Kong Investor Services Limited, the Company's share registrar, acted as the scrutineer.

By Order of the Board
Gillian Elizabeth Meller
Company Secretary

Hong Kong, 20 May 2015

As at the date of this announcement:

Members of the Board: Dr. Raymond Ch'ien Kuo-fung (*Chairman*)**, Lincoln Leong Kwok-kuen (*Chief Executive Officer*), Pamela Chan Wong Shui*, Dr. Dorothy Chan Yuen Tak-fai*, Vincent Cheng Hoi-chuen*, Christine Fang Meng-sang*, Dr. Eddy Fong Ching*, Edward Ho Sing-tin*, James Kwan Yuk-choi*, Lucia Li Li Ka-lai*, Professor Frederick Ma Si-hang*, Alasdair George Morrison*, Ng Leung-sing*, Abraham Shek Lai-him*, Benjamin Tang Kwok-bun*, Professor Chan Ka-keung, Ceajer (Secretary for Financial Services and the Treasury)**, Secretary for Transport and Housing (Professor Anthony Cheung Bing-leung)**, Permanent Secretary for Development (Works) (Hon Chi-keung)** and Commissioner for Transport (Ingrid Yeung Ho Poi-yan)**

Members of the Executive Directorate: Lincoln Leong Kwok-kuen, Morris Cheung Siu-wa, Jacob Kam Chak-pui, Stephen Law Cheuk-kin, Gillian Elizabeth Meller, David Tang Chi-fai, Philco Wong Nai-keung and Jeny Yeung Mei-chun

* independent non-executive Director

** non-executive Director

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