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Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2023-087



中國建築股份有限公司

CHINA STATE CONSTRUCTION ENGRG.CORP.LTD

China State Construction Engineering Corporation Limited Announcement on the Resolutions of the 2nd Extraordinary General Meeting in 2023

The Board of Directors of the Company and each member of the Board of Directors guarantee that the contents of the public announcement contain no false or misleading statements or major omission, and they are jointly and severally liable for the truthfulness, accuracy and completeness of the said contents.

Important Notice:

- Proposals vetoed: none

I. Meeting Convening and Attendance

(I) Date: December 27, 2023

(II) Venue: Meeting Room 2816, F 28, CSC Fortune International Center, Building 3, Courtyard 5, Anding Road, Chaoyang District, Beijing

(III) Information on participating common shareholders and preferred stockholders with restored voting right and their shareholding:

1. Number of participating shareholders and proxies	172
2. Total number of voting shares held by shareholders present at the Meeting	25,668,010,665
3. Ratio of the total number of voting shares held by shareholders present at the Meeting to the total voting shares in the Company (%)	61.2316

(IV) Compliance of the voting method with the *Company Law* and *Articles of Association* and presiding information.

The Meeting was convened by the Company's Board of Directors. Chairman Zheng Xuexuan was unable to attend the Meeting due to business arrangement. More than half of the Directors nominated Director and President Zhang Zhaoxiang to preside over the Meeting. A combination of on-site voting and on-line voting was adopted. The Meeting was held in compliance with the laws, regulations, and normative documents such as the *Company Law of the People's Republic of China* and the *Articles of Association of China State Construction Engineering Corporation Limited*.

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(V) Attendance of Directors, Supervisors and Board Secretary

1. Three of seven incumbent directors of the Company were present. Directors Zheng Xuexuan and Shan Guangxiu, independent directors Jia Chen and Sun Chengming were not present due to tight schedule;
2. Three of four incumbent supervisors of the Company were present. Supervisor Tian Shifang was not present due to tight schedule;
3. Mr. Wang Yunlin, Vice President and CFO, attended the Meeting as non-voting delegate;
4. Mr. Xue Keqing, Secretary to the Board of Directors, attended the meeting.

II. Deliberation of Proposals

(I) Proposals subject to non-cumulative voting

1. Name: **Proposal on Electing Member of the Board of Supervisors of China State Construction Engineering Corporation Limited**

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	25,482,432,683	99.2770	185,548,282	0.7228	29,700	0.0002

2. Name: **Proposal on the Revision of the Articles of Association of China State Construction Engineering Corporation Limited**

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	24,843,311,565	96.7870	823,712,500	3.2091	986,600	0.0039

3. Name: **Proposal on the Revision of the Rules of Procedure of the Shareholders' General Meeting of China State Construction Engineering Corporation Limited**

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)

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A Share	25,664,865,879	99.9877	3,144,786	0.0123	0	0.0000
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4. Name: Proposal on the Revision of the Rules of Procedure of the Board of Directors of China State Construction Engineering Corporation Limited

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	25,664,870,059	99.9877	3,140,206	0.0122	400	0.0001

5. Name: Proposal of China State Construction Engineering Corporation Limited Concerning the Second Tranche of Repurchasing and Cancelling Shares in 2023 under the Phase IV Restricted A Share Incentive Scheme

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	25,665,652,945	99.9908	2,350,620	0.0091	7,100	0.0001

6. Name: Proposal on Revisions of the “Regulations on the Administration of Related Party Transactions of China State Construction Engineering Corporation Limited”

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	24,928,212,994	97.1178	738,885,871	2.8786	911,800	0.0036

7. Name: Proposal on the Renewal of the Comprehensive Service Framework Agreement between China State Construction Engineering Corporation Limited and China State Construction Engineering Corporation

Resolutions: Adopted

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Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	1,950,339,982	99.8374	3,174,586	0.1625	100	0.0001

8. Name: Proposal on the Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	1,244,942,067	63.7283	708,567,501	36.2714	5,100	0.0003

9. Name: Proposal on the Revision of the Working Rules for Independent Directors of China State Construction Engineering Corporation Limited

Resolutions: Adopted

Voting result:

Shareholder Type	In favour		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	25,657,850,478	99.9604	3,174,586	0.0123	6,985,601	0.0273

(II) Resulting of Voting by Shareholders with Less than 5% Shares on Major Matters

No.	Name	In favour		Against		Abstention	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1	Proposal on Electing Member of the Board of Supervisors of China State Construction Engineering Corporation Limited	1,767,936,686	90.5003	185,548,282	9.4981	29,700	0.0016

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2	Proposal on Amendments to the Articles of Association of China State Construction Engineering Corporation Limited	1,128,815,568	57.7838	823,712,500	42.1656	986,600	0.0506
5	Proposal of China State Construction Engineering Corporation Limited Concerning the Second Tranche of Repurchasing and Cancelling Shares in 2023 under the Phase IV Restricted A Share Incentive Scheme	1,951,156,948	99.8793	2,350,620	0.1203	7,100	0.0004
6	Proposal on Revisions of the "Regulations on the Administration of Related Party Transactions of China State Construction Engineering Corporation Limited"	1,213,716,997	62.1299	738,885,871	37.8234	911,800	0.0467
7	Proposal on Renewal of the Comprehensive Service Framework Agreement between China State Construction Engineering Corporation Limited and China State Construction Engineering Corporation	1,950,339,982	99.8374	3,174,586	0.1625	100	0.0001
8	Proposal on the Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation	1,244,942,067	63.7283	708,567,501	36.2714	5,100	0.0003
9	Proposal on Revision of "Working Rules of Independent Directors of China State Construction Engineering Corporation Limited"	1,943,354,481	99.4799	3,174,586	0.1625	6,985,601	0.3576

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(III) Notes on the Results of Voting on Proposals

Proposals 2 and 5 are special resolutions adopted by more than two-thirds of the total number of valid voting shares held by shareholders or shareholder representatives present at the Meeting.

Proposals 1, 3,4,6, 7,8 and 9 are ordinary resolutions adopted by more than half of the total number of valid voting shares held by shareholders or shareholder representatives present at the Meeting.

China State Construction Engineering Corporation, the related shareholder, abstained from voting on the Proposals 7 and 8.

III. Witness by Lawyers

1. This General Meeting is witnessed by lawyers Zhou Ning and Li Chengyang from the law firm King & Wood Mallesons (Beijing).

2. Conclusions from Lawyers:

The lawyers believe that the convening and procedures of the General Meeting of the Company are in compliance with the *Company Law*, *Securities Law* and other relevant laws and administrative regulations, as well as the *General Meeting Rules* and the *Articles of Association*; the qualifications of the attendees and the convener of this Meeting are legitimate and valid; and the voting procedures and results are legitimate and valid.

IV. Documents supplied for reference

1. Resolution of the Second Extraordinary General Meeting in 2023 of China State Construction Engineering Corporation Limited
2. The legal opinions of King & Wood Mallesons (Beijing) on the Second Extraordinary General Meeting in 2023 of China State Construction Engineering Corporation Limited.

China State Construction Engineering Corporation Limited

December 27, 2023