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Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2020-011



中國建築股份有限公司

CHINA STATE CONSTRUCTION ENGRG . CORP. LTD

China State Construction Engineering Corporation Limited Announcement on Resolutions of the 2020 First Extraordinary General Meeting

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 misunderstanding statements or major omission, and they are jointly and severally liable for the truthfulness, accuracy and completeness of the said contents.

Important Notes:

- Any proposals vetoed: none

I. Convening and Attendance for the Meeting

(I) Date of general meeting: February 19, 2020

(II) Location: No. 1 Meeting Room, 2nd Floor, CSC Fortune International Center, Building No. 3, Yard No. 5, Anding Road, Chaoyang District, Beijing

(III) Information on participating ordinary shareholders and preference shareholders with restored right to vote and their shareholding:

1. Number of participating shareholders and proxies	43
2. The total number of voting shares held by shareholders participating in the meeting	24,177,841,746
3. The ratio of the total number of voting shares held by shareholders participating in the meeting to the total voting shares in the Company (%)	57.5997

(IV) Information on participating preference shareholders (excluding preference stockholders with restored right to vote) and their shareholding:

1. Number of participating preference shareholders and proxies	6
2. The total number of voting shares held by preference shareholders participating in the meeting	136,000,000
3. The ratio of the total number of voting shares held by preference shareholders participating in the meeting to the total preference shares in the Company (%)	90.6666

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(V) Alignment of voting method with provisions in the Company Law and Articles of Association together with information on presiding over the meeting.

The meeting was convened by the Company's Board of Directors. Chairman Zhou Naixiang was unable to attend the meeting on-site due to tight schedule. More than half of Directors nominated Director Zheng Xuexuan to preside over the meeting. This meeting applied a combination of on-site voting and on-line voting. The meeting was held legally and effectively in compliance with the laws, regulations and rules such as *Company Law of the People's Republic of China* together with provisions in the *Articles of Association of China State Construction Engineering Corporation Limited*.

(VI) Attendance of directors, supervisors and board secretary

1. 1 of 6 incumbent Directors of the Company was present. Zhou Naixiang, Yang Chunjin, Yu Hailong, Jia Chen and Zheng Changhong were not present due to tight schedule;

2. 1 of 5 incumbent Supervisors of the Company was present. Li Jianbo, Tian Shifang, Lu Yanbin and Ning Wangchu were not present due to tight schedule;

3. Xue Keqing, Secretary of the Board of Directors, attended the meeting.

II. Deliberation of Proposals

(I) Non-cumulative Voting Proposals

1. Name of the Proposal: Proposal on the redemption of phase II and phase III restricted A-shares from incentive targets for China State Construction Corporation Limited

Deliberation result: Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	24,132,833,253	99.8138	8,560	0.0000	44,999,933	0.1862

2. Name of Proposal: Proposal on the Redemption of 150,000,000 Unlisted Preference Shares of China state Construction Engineering Corporation Limited

Deliberation result: Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	24,132,819,953	99.8137	21,860	0.0000	44,999,933	0.1863

3. Name of the Proposal: Proposal on Amendments to the *Articles of Association of China State Construction Engineering Corporation Limited*

Deliberation result: Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	24,131,131,253	99.8068	1,709,160	0.0070	45,001,333	0.1862
Preference shares	136,000,000	100.0000	0	0.0000	0	0.0000

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4. Name of the Proposal: Proposal on Amendments to the Rules of Procedure of General Meeting of China State Construction Engineering Corporation Limited

Deliberation result: Agreed

Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	24,132,819,953	99.8137	20,460	0.0000	45,001,333	0.1863

(II) Voting results for shareholders with less than 5% shares on significant matters

Proposal No.	Name of proposal	Agreed		Objection		Abstention	
		Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
1	Proposal on the redemption of phase II and phase III restricted A-shares from incentives targets for China State Construction Corporation Limited	502,137,256	91.7739	8,560	0.0015	44,999,933	8.2246
2	Proposal on the Redemption of 150,000,000 Unlisted Preference Shares of China State Construction Engineering Corporation Limited	502,123,956	91.7715	21,860	0.0039	44,999,933	8.2246
3	Proposal on Amendments to the Articles of Association of China State Construction Engineering Corporation Limited	500,435,256	91.4628	1,709,160	0.3123	45,001,333	8.2249
4	Proposal on Amendments to the Rules of Procedure of General Meeting of China State Construction Engineering Corporation Limited	502,123,956	91.7715	20,460	0.0037	45,001,333	8.2248

(III) Overview of proposal voting results

Proposals 1, 2 and 3 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. Besides, proposal 3 has been adopted by more than two-thirds of the voting rights held by preference shareholders attending the meeting.

Proposal 4 is an ordinary resolution adopted by more than half of the total number of valid voting shares held by shareholders or shareholder representatives present at the meeting.

III. Witness by Lawyers

1. This general meeting is witnessed by the Law Firm: King & Wood Mallesons (Beijing)

Lawyers: Zhou Ning, Li Chengyang

2. Witness conclusions from lawyers:

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The lawyers believe that the convening and procedures of the general meeting for the Company are in compliance with the Company Law, Securities Law and other relevant laws, administrative regulations, Rules on General Meeting and the Articles of Association; qualifications of attendees and the convener of this meeting are law-abiding and valid; the voting procedures and results are legal and valid.

IV. List of Documents for Review

1. Resolution of the 2020 First Extraordinary General Meeting of China State Construction Engineering Corporation Limited
2. Legal opinions of King & Wood Mallesons (Beijing) on the 2020 First Extraordinary General Meeting of China State Construction Engineering Corporation Limited.

China State Construction Engineering Corporation Limited

February 19, 2020