

This is a free translation into English of an announcement issued in China and is provided solely for the convenience of English-speaking readers. This announcement should be read in conjunction with, and is construed in accordance with, relevant Chinese laws and professional auditing standards applicable in China. Should there be any inconsistency between the Chinese version and the English version, the Chinese version shall prevail. Investors can access the Company's announcements on the website of the Shanghai Stock Exchange (www.sse.com.cn).

Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2021-005



中國建築股份有限公司
CHINA STATE CONSTRUCTION ENGRG.CORP.LTD

Announcement on the Partial Repurchase and Delisting of Phase II and Phase III Restricted Shares to Reduce the Company's Registered Capital & Notification to Creditors

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.

I. Reason for Notifying Creditors

In accordance with the relevant provisions of the *Administrative Measures for Equity Incentives of Listed Companies*, the *Phase II Restricted A Share Incentive Scheme of China State Construction Engineering Corporation Limited* and the *Phase III Restricted A Share Incentive Scheme of China State Construction Engineering Corporation Limited*, China State Construction Engineering Corporation Limited (hereinafter, the "Company") convened the 51st Meeting of the 2nd Board of Directors and 34th Meeting of the 2nd Board of Supervisors on December 29, 2020, as well as the 1st Extraordinary General Meeting on January 15, 2021. At these meetings, the *Proposal on Repurchase of the Shares Held by the Participants of Phase II and III Restricted A-Shares Incentive Scheme of China State Construction Corporation Limited* was deliberated on and adopted. The Company will repurchase and write off the non-unlockable restricted shares from some Participants under the Phase II and Phase III Restricted A Share Incentive Schemes. For more information about the announcement, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) or media designated by the Company for information disclosure dated December 30, 2020 and January 16, 2021.

As of the date of announcement, the Company has deliberated on and approved the proposal regarding the repurchase of a total of 11,511,000 non-unlockable restricted shares from 156 Participants under the Phase II and Phase III Restricted A Share Incentive Schemes. These shares include 4,067,000 Phase II Restricted A Shares (2,905,000 shares before the ex-right event) and 7,444,000 Phase III Restricted A Shares. The repurchase price of Phase II Restricted A Shares equals the adjusted granting price, i.e. RMB 3.47571 per share (RMB 4.866 per share before the Company's capital reserve is converted to equities), the repurchase price of Phase III Restricted A Shares is RMB 3.468 per share, and the total repurchase price is RMB 39,951,522. Following the write-off of all the repurchased shares, the Company's registered capital will be reduced by RMB 11,511,000.

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The Company's registered capital and total number of shares will be reduced accordingly after the write-off. However, given the small ratio of the written off shares to its total equities, the write-off will not result in substantial changes in the Company's equity structure, or material impact on its financial standing or business performance.

II. Relevant Information for Creditors

According to the *Company Law* and other relevant laws and regulations, the Company's creditors shall be entitled to request, by presenting valid documents and relevant certificates of creditor's rights within 30 days of receiving the Company's notice or, for those who have not received the notice, within 45 days from the date of disclosure of this announcement, the Company to pay off debts or provide corresponding guarantees. If the creditor fails to exercise the above-mentioned rights within the prescribed term, the validity of claim will not be affected, and the relevant debts (obligations) will be fulfilled by the Company as agreed in the original documentation on creditor's rights.

The Company's creditors may claim for the creditor's rights with the original and photocopy of the contract, agreement and other proof of the existence of the creditor's rights and debt relationship. If the creditor is a legal person, the original and photocopy of the legal person's business license and the ID of the legal representative must be presented at the same time; if the creditor entrusts someone else to make such claim, a letter of authorization of the legal representative and the original and photocopy of effective ID of the proxy must be presented in addition to the above-mentioned documents. If the creditor is a natural person, he or she must present the original and photocopy of valid ID; if the creditor entrusts someone else to make the claim, a letter of authorization and the original and photocopy of effective ID of the proxy must be presented in addition to the above-mentioned documents.

Creditors may make the claim by letter or fax. The specific method is as follows:

1. Claim Period:

From January 16 to March 2, 2021. If the claim is made by mail, the mailing date shall prevail.

2. Contact:

Address: Board Office, CSC Fortune International Center, Building 3, Courtyard 5, Anding Road, Chaoyang District, Beijing

Postcode: 100029

Tel: 010-86498888

Fax: 010-86498170

The above is hereby announced.

The Board of Directors of China State Construction Engineering Corporation Limited
January 15, 2021