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Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2023-074



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

Announcement on Resolutions of the 50th Meeting of the Third Board of Directors

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.

China State Construction Engineering Corporation Limited (hereinafter referred to as "the Company") held the 50th meeting of the third Board of Directors (hereinafter referred to as "the Meeting") on December 7, 2023 at the Meeting Room No. 3908, CSC Fortune International Center. Chairman Zheng Xuexuan presided over the Meeting, and Director and President Zhang Zhaoxiang, Director Shan Guangxiu, Independent Directors Ma Wangjun, Jia Chen, Sun Chengming, and Li Ping attended the Meeting. Some of the Company's supervisors, vice president and secretary of the Board of Directors attended the Meeting as non-voting delegates.

Notice of the meeting was emailed on December 1, 2023. The Meeting was convened legally and effectively in compliance with the *Company Law of the People's Republic of China*, *Articles of Association of China State Construction Engineering Corporation Limited* (hereinafter referred to as "the Articles of Association") and *Rules of Procedure of the Board of Directors of China State Construction Engineering Corporation Limited*. All of the seven directors of the Company cast their votes and unanimously adopted the following resolutions:

I. Reviewing and Adopting the 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

All directors reviewed and unanimously adopted the *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*, agreeing to repurchase and cancel the 299,562,000 restricted shares held by 2,727 Participants under the Phase IV Restricted Share Incentive Schemes, as well as submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

II. Reviewing and Adopting the Proposal on Amendments to the "Regulations on the Administration of Related Party Transactions of China State Construction Engineering Corporation Limited"

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All directors deliberated on and approved the *Proposal on Amendments to the "Regulations on the Administration of Related Party Transactions of China State Construction Engineering Corporation Limited"*, and agreed to submit the proposal to the General Meeting for deliberation. Please refer to the website of the Shanghai Stock Exchange (www.sse.com.cn) for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

III. Reviewing and Adopting the *Proposal on Renewal of the Comprehensive Service Framework Agreement between China State Construction Engineering Corporation Limited and China State Construction Engineering Corporation*

All directors deliberated on and unanimously adopted the *Proposal on Renewal of the Comprehensive Service Framework Agreement between China State Construction Engineering Corporation Limited and China State Construction Engineering Corporation*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

As required by the relevant provisions of the *Code of Corporate Governance for Listed Companies*, the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange*, and the Company's *Articles of Association*, interested directors Zheng Xuexuan, Zhang Zhaoxiang, and Shan Guangxiu withdrew from the vote on the above-mentioned Proposal.

This proposal has been submitted to the Board of Directors for consideration, after review and approval by a special meeting of the Company's independent directors.

Voting result: 4 in favour, 0 against, and 0 abstention.

IV. Reviewing and Adopting the *Proposal on Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation*

All directors deliberated on and unanimously adopted the *Proposal on Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day. As required by the relevant provisions of the *Code of Corporate Governance for Listed Companies*, the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange*, and the Company's *Articles of Association*, interested directors Zheng Xuexuan, Zhang Zhaoxiang, and Shan Guangxiu withdrew from the vote on the above-mentioned Proposal.

This proposal has been submitted to the Board of Directors for consideration, after review and approval by a special meeting of the Company's independent directors.

Voting result: 4 in favour, 0 against, and 0 abstention.

V. Reviewing and Adopting the *Proposal on Approving Subsidiary's Qualification for Conducting Currency Derivative Business*

All directors deliberated on and unanimously adopted the *Proposal on Approving Subsidiary's Qualification for Conducting Currency Derivative Business*.

Voting result: 7 in favour, 0 against, and 0 abstention.

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VI. Reviewing and Adopting the Proposal on Amendments to the Articles of Association of China State Construction Engineering Corporation Limited

All directors deliberated on and approved the *Proposal on the Revision of the Articles of Association of China State Construction Engineering Corporation Limited*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

VII. Reviewing and Adopting the Proposal on Amendments to the Rules of Procedure of the Shareholders' General Meeting of China State Construction Engineering Corporation Limited

All directors deliberated on and approved the *Proposal on Amendments to the Rules of Procedure of the Shareholders' General Meeting of China State Construction Engineering Corporation Limited*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

VIII. Reviewing and Adopting the Proposal on Amendments to the Rules of Procedure of the Boards of Directors of China State Construction Engineering Corporation Limited

All directors deliberated on and approved the *Proposal on Amendments to the Rules of Procedure of the Boards of Directors of China State Construction Engineering Corporation Limited*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

IX. Reviewing and Adopting the Proposal on Rules of Procedure for the Special Meetings of Independent Directors of China State Construction Engineering Corporation Limited

All supervisors deliberated on and approved the *Proposal on Rules of Procedure for the Special Meetings of Independent Directors of China State Construction Engineering Corporation Limited*. Please refer to the website of the Shanghai Stock Exchange (www.sse.com.cn) for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

X. Reviewing and Adopting the Proposal on Amendments to the Rules of Procedure of the Strategy and Investment Committee under the Board of Directors of China State Construction Engineering Corporation Limited

All directors deliberated on and unanimously adopted the *Proposal on Amendments to the Rules of Procedure of the Strategy and Investment Committee under the Board of Directors of China State Construction Engineering Corporation Limited*. Please refer to the website of the Shanghai Stock Exchange (www.sse.com.cn) for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

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XI. Reviewing and Adopting the *Proposal on Amendments to the Rules of Procedure of the Audit and Risk Committee under the Board of Directors of China State Construction Engineering Corporation Limited*

All directors deliberated on and adopted the *Proposal on Amendments to the Rules of Procedure of the Audit and Risk Committee under the Board of Directors of China State Construction Engineering Corporation Limited*. Please refer to the website of the Shanghai Stock Exchange(www.sse.com.cn)for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

XII. Reviewing and Adopting the *Proposal on Amendments to the Rules of Procedure of the Nomination Committee under the Board of Directors of China State Construction Engineering Corporation Limited*

All directors deliberated on and unanimously adopted the *Proposal on Amendments to the Rules of Procedure of the Nomination Committee under the Board of Directors of China State Construction Engineering Corporation Limited*. Please refer to the website of the Shanghai Stock Exchange(www.sse.com.cn)for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

XIII. Reviewing and Adopting the *Proposal on Amendments to the Rules of Procedure of the Remuneration and Assessment Committee under the Board of Directors of China State Construction Engineering Corporation Limited*

All directors deliberated on and unanimously adopted the *Proposal on Amendments to the Rules of Procedure of the Remuneration and Assessment Committee under the Board of Directors of China State Construction Engineering Corporation Limited*. Please refer to the website of the Shanghai Stock Exchange(www.sse.com.cn)for detailed information of disclosed resolutions publicized by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

XIV. Reviewing and Adopting the *Proposal on Convening the Second Extraordinary General Meeting of China State Construction Engineering Corporation Limited for 2023*

All Directors deliberated and approved unanimously the *Proposal on Convening the Second Extraordinary General Meeting of China State Construction Engineering Corporation Limited for 2023*. For detailed information, please visit the website of Shanghai Stock Exchange (www.sse.com.cn) for the relevant announcement disclosed by the Company on the same day.

Voting result: 7 in favour, 0 against, and 0 abstention.

The above is hereby announced.

The Board of Directors of China State Construction Engineering Corporation Limited
December 7, 2023