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Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2020-042



中國建築股份有限公司

CHINA STATE CONSTRUCTION ENGRG . CORP. LTD

Resolutions of the 2019 Annual General Meeting of China State Construction Engineering Corporation Limited

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: May 25, 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	146
2. The total number of voting shares held by shareholders participating in the meeting	27,319,046,155
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 (%)	65.0994

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

The conference was convened by the Company's Board of Directors and presided over by the Chairman. 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*.

(V) Attendance of directors, supervisors and board secretary

1. 3 of 6 incumbent Directors of the Company were present. Zheng Xuexuan, Yu Hailong and Zheng Changhong were not present due to tight schedule;

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

3. Wang Yunlin, Vice President and CFO, and Xue Keqing, Secretary to the Board of Directors, attended the meeting.

II. Deliberation of proposals

(I) Non-cumulative Voting Proposals

1. Name of the Proposal: 2019 Working Report of the Board of Directors 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	27,312,318,066	99.9753	3,738,440	0.0136	2,989,649	0.0111

2. Name of the Proposal: 2019 Working Report of Independent Directors 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	27,315,326,066	99.9863	730,440	0.0026	2,989,649	0.0111

3. Name of the Proposal: 2019 Working Report of the Board of Supervisors 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	27,314,399,366	99.9829	1,657,140	0.0060	2,989,649	0.0111

4. Name of the Proposal: Proposal on 2019 Financial Settlement Report for China State Construction Engineering Corporation Limited

Deliberation result: Agreed

Voting results:

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Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	27,312,317,866	99.9753	3,702,640	0.0135	3,025,649	0.0112

5. Name of Proposal: Proposal on 2019 Profit Distribution Plan for 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	27,314,655,015	99.9839	4,308,140	0.0157	83,000	0.0004

6. Name of the Proposal: Proposal on the 2019 Annual Report for 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	27,312,318,066	99.9753	3,702,440	0.0135	3,025,649	0.0112

7. Name of the Proposal: Proposal on 2020 Financial Budget Report for 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	27,314,172,115	99.9821	4,264,740	0.0156	609,300	0.0023

8. Name of the Proposal: Proposal on 2020 Investment Budget Report for China State Construction Engineering Corporation Limited

Deliberation result: Agreed

Voting results:

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Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	26,570,479,203	97.2599	747,905,652	2.7376	661,300	0.0025

9. Name of proposal: Proposal on Daily Related Party Transactions of China State Construction Engineering Corporation Limited for 2020

Deliberation result: Agreed

Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares	3,199,764,503	86.7532	487,976,355	13.2302	609,300	0.0166

10. Name of proposal: Proposal on Appointing the Auditor for the 2020 Financial Report for 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	27,316,078,231	99.9891	2,358,624	0.0086	609,300	0.0023

11. Name of proposal: Proposal on Changing the Auditor for Internal Control in 2020 for 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	27,316,478,831	99.9906	1,958,024	0.0071	609,300	0.0023

12. Name of Proposal: Proposal on Financing Guarantee Quota of China State Construction Engineering Corporation Limited in 2020

Deliberation result: Agreed

Voting results:

Type of shareholders	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
A-shares						

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A-shares	26,748,401,762	97.9111	570,035,093	2.0865	609,300	0.0024
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13. Name of proposal: Proposal on Domestic Corporate Bond Issuance Quota Reserve for 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	26,949,171,146	98.6460	369,247,009	1.3516	628,000	0.0024

14. Name of proposal: Proposal on Purchasing 2020 Liability Insurance for Board Directors, Supervisors and Senior Managers in 2020 for 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	27,314,921,566	99.9849	1,117,640	0.0040	3,006,949	0.0111

15. Name of the Proposal: Proposal on Amendments to the *Rules of Procedure of the Board of Directors 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	27,317,180,115	99.9931	1,238,040	0.0045	628,000	0.0024

(II) Voting on Sections of the Cash Dividends Plan

	Agreed		Objection		Abstention	
	Votes	Ratio (%)	Votes	Ratio (%)	Votes	Ratio (%)
Ordinary shareholders with more than 5% shares	26,256,587,535	100.0000	0	0.0000	0	0.0000

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Ordinary shareholders with 1% -5% shares	0	0.0000	0	0.0000	0	0.0000
Ordinary shareholders with less than 1% shares	1,058,067,480	99.5867	4,308,140	0.4054	83,000	0.0079
Ordinary shareholders with market value of less than RMB 500,000	444,591,804	99.8635	524,520	0.1178	83,000	0.0187
Ordinary shareholders with market value above RMB 500,000	613,475,676	99.3870	3,783,620	0.6130	0	0.0000

(III) 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 (%)
5	Proposal on 2019 Profit Distribution Plan for China State Construction Engineering Corporation Limited	1,058,067,480	99.5867	4,308,140	0.4054	83,000	0.0079
9	Proposal on Daily Related Party Transactions of China State Construction Engineering Corporation Limited for 2020	573,872,965	54.0136	487,976,355	45.9289	609,300	0.0575
12	Proposal on Financing Guarantee Quota of China State Construction Engineering Corporation Limited in 2020	491,814,227	46.2902	570,035,093	53.6524	609,300	0.0574
13	Domestic Corporate Bond Issuance Quota Reserve for China State Construction Engineering Corporation Limited	692,583,611	65.1868	369,247,009	34.7540	628,000	0.0592
14	Proposal on Purchasing Liability Insurance for Board Directors, Supervisors and	1,058,334,031	99.6117	1,117,640	0.1051	3,006,949	0.2832

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	Senior Managers in 2020 for China State Construction Engineering Corporation Limited						
15	Proposal on Amendments to the Rules of Procedure of the Board of Directors of China State Construction Engineering Corporation Limited	1,060,592,580	99.8243	1,238,040	0.1165	628,000	0.0592

(IV) Overview of Proposal Voting

The above-mentioned proposals are ordinary resolutions all 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 controlling shareholder, abstained from voting on the Proposal No. 9, on the Daily Related Party Transactions of China State Construction Engineering Corporation Limited for 2020.

III. Witness by Lawyers

1. The general meeting is witnessed by the Law Firm: King & Wood Mallesons (Beijing); lawyers: Zhou Ning, Li Chengyang.

2. Witness conclusions from lawyers:

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 2019 Annual General Meeting of China State Construction Engineering Corporation Limited

2. The legal opinions of King & Wood Mallesons (Beijing) on the 2019 Annual General Meeting of China State Construction Engineering Corporation Limited.

China State Construction Engineering Corporation Limited

May 25, 2020