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Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2020-089



中國建築股份有限公司

CHINA STATE CONSTRUCTION ENGRG . CORP . LTD

Announcement on the Resolutions of the 49th Meeting of the 2nd Session of the 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 misunderstanding statements or major omission, and they are jointly and severally liable for the truthfulness, accuracy and completeness of the said contents.

The 49th Meeting of the 2nd Session of the Board of Directors (hereinafter referred to as "the Meeting") of China State Construction Engineering Corporation Limited (hereinafter referred to as "the Company") was convened on November 20, 2020. Upon consent of all board directors, a written vote was held by members of the Board of Directors.

The notice of the Meeting was distributed by email on November 17, 2020. The Meeting was held legally and effectively in compliance with the *Company Law of the People's Republic of China*, the *Articles of Association of China State Construction Engineering Corporation Limited* and the *Rules of Procedure for the Board of Directors of China State Construction Engineering Corporation Limited*. All of the six board directors of the Company cast their votes and unanimously adopted the following resolutions:

I. Deliberated on and adopted the *Proposal of China State Construction Engineering Corporation Limited Concerning the List of Incentive Targets of the Phase IV Restricted A Share Incentive Scheme and Shares Granted*

All board directors deliberated on and unanimously adopted the *Proposal on the List of Participants and the Granting of Phase IV Restricted A Share Incentive Scheme of China State Construction Engineering Corporation Limited*. It was agreed that the Proposal would be submitted to the 3rd Extraordinary General Meeting in 2020 for deliberation. Independent board directors of the Company issued independent opinions on this proposal.

Voting result: 6 in favour, 0 against, and 0 abstention.

II. Deliberated on and adopted 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*

All board directors deliberated on and unanimously adopted 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*. It was agreed that the Company would repurchase a total of 3,787,000 restricted shares from 17 participants of restricted A-share incentive scheme, at the price of RMB 3.47571 per share for Phase II and RMB 3.468 per share for Phase III, in accordance with the Phase II and Phase III Stock Incentive Scheme with Restricted A-Shares. The capital

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used for this repurchase was the Company's self-owned capital and totalled RMB 13,139,850. For detailed information, please visit the website of the Shanghai Stock Exchange (www.sse.com.cn) for the relevant resolution disclosed by the Company on the same day. It was agreed that the Proposal would be submitted to the 3rd Extraordinary General Meeting in 2020 for deliberation.

Voting result: 6 in favour, 0 against, and 0 abstention.

III. Deliberated on and adopted the *Proposal on Convening the 2020 Third Extraordinary General Meeting of China State Construction Engineering Corporation Limited.*

All members of the Board of Directors deliberated on and unanimously adopted the *Proposal on Convening the 2020 Third Extraordinary General Meeting of China State Construction Engineering Corporation Limited.* For the specific time, form and other details of the General Meeting of Shareholders, please refer to the Company's Notice of Convening the 2020 Third Extraordinary General Meeting.

Voting result: 6 in favour, 0 against, and 0 abstention.

The above is hereby announced.

The Board of Directors of China State Construction Engineering Corporation Limited
November 20, 2020