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

Independent Opinions from Independent Directors on the Issues of External Guarantees of China State Construction Engineering Corporation Limited

According to the *Company Law of the People's Republic of China*, *Securities Law of the People's Republic of China*, *Guidelines for Introducing Independent Directors to the Board of Directors of Listed Companies*, *Stock Listing Rules of the Shanghai Stock Exchange*, *Articles of Association of China State Construction Engineering Corporation Limited*, and the *Working Rules for Independent Directors of China State Construction Engineering Corporation Limited*, as independent directors of China State Construction Engineering Corporation Limited (hereinafter referred to as the "Company"), we have reviewed the *Proposal on Parent Company Guarantee and Cross Guarantee in Australian North East Rail Line Project* at the 4th meeting of the 3rd session of the Board of Directors, and issued the following opinions:

The Company has provided guarantee for China Construction Oceania Pty Ltd based on the guarantee matters from normal business operations of the Company, and the beneficiary is a wholly-owned subsidiary of the Company. The guarantee does not damage the interests of the Company and other shareholders, especially minority shareholders; the guarantee and relevant decision-making procedures comply with the relevant provisions of the *Stock Listing Rules of the Shanghai Stock Exchange* and *Articles of Association of China State Construction Engineering Corporation Limited*. We give our consent to the External Guarantees.

Independent Board Directors of
China State Construction Engineering Corporation Limited

Xu Wenrong, Jia Chen, Sun Chengming, Li Ping

September 30, 2021