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中國交通建設股份有限公司
CHINA COMMUNICATIONS CONSTRUCTION COMPANY LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1800)

ANNOUNCEMENT
POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 18 JUNE 2019

References are made to the circular and the supplemental circular of China Communications Construction Company Limited (the “**Company**”) dated 30 April 2019 and 30 May 2019 (the “**Circulars**”). Unless otherwise specified in this announcement, the terms used herein shall have the same meanings as defined in the Circulars.

THE AGM

Pursuant to the notice and supplemental notice of the AGM dated 30 April 2019 and 30 May 2019 (the “**Notices**”), the AGM was held at 2:00 p.m. on 18 June 2019 at CCCC Building, 85 De Sheng Men Wai Street, Xicheng District, Beijing, the PRC. The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Company. The AGM was chaired by Mr. LIU Qitao, Chairman of the Board, and all the resolutions as set out in the Notices were taken by poll.

The total number of issued Shares as at the date of the AGM was 16,174,735,425 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the ordinary resolutions numbered 1 to 5 and 10 to 12 and the special resolutions numbered 6 to 9.

CCCG, which held 9,689,540,204 Shares, representing approximately 59.91% interest in the Company, has abstained from voting on the ordinary resolution No. 10 at the AGM. Saved as mentioned above, none of the other Shareholders has abstained from voting on the ordinary resolutions No. 10 at the AGM. In addition, none of the Shareholders has abstained from voting on the other resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. None of the Shareholders was entitled to attend and vote only against any of the resolutions at the AGM.

Shareholders and duly authorized proxies holding an aggregate of 11,255,607,716 Shares, representing 69.5876% of the total issued Shares, were present at the AGM.

POLL RESULTS OF THE AGM

The Shareholders considered the following resolutions by way of poll (on-site voting and online voting) at the AGM. Details of poll results of the resolutions at the AGM are as follows:

Ordinary Resolutions

1. To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2018;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,108,842	99.9999	3,500	0.0001	0	0.0000
H Shares	1,130,832,529	99.7651	0	0.0000	2,662,845	0.2349
Total ordinary Shares	11,252,941,371	99.9763	3,500	0.0000	2,662,845	0.0237

2. To consider and approve the distribution plan of profit and final dividend of the Company for the year of 2018;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,108,842	99.9999	3,500	0.0001	0	0.0000
H Shares	1,131,372,874	99.8127	1,882,500	0.1661	240,000	0.0212
Total ordinary Shares	11,253,481,716	99.9811	1,886,000	0.0168	240,000	0.0021

3. To consider and approve the re-appointment of Ernst & Young as the Company's international auditor and Ernst & Young Hua Ming LLP as the Company's domestic auditor for a term ending at the next annual general meeting of the Company and the authorisation to the Board to determine their respective remuneration;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,108,842	99.9999	3,500	0.0001	0	0.0000
H Shares	1,130,695,991	99.7530	2,559,383	0.2258	240,000	0.0212
Total ordinary Shares	11,252,804,833	99.9751	2,562,883	0.0228	240,000	0.0021

4. To consider and approve the report of the Board for the year of 2018;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,098,042	99.9999	14,300	0.0001	0	0.0000
H Shares	1,130,832,529	99.7651	0	0.0000	2,662,845	0.2349
Total ordinary Shares	11,252,930,571	99.9762	14,300	0.0001	2,662,845	0.0237

5. To consider and approve the report of the supervisory committee of the Company for the year of 2018;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,098,042	99.9999	14,300	0.0001	0	0.0000
H Shares	1,130,832,529	99.7651	0	0.0000	2,662,845	0.2349
Total ordinary Shares	11,252,930,571	99.9762	14,300	0.0001	2,662,845	0.0237

As more than half of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions.

Special Resolutions

6. To consider and approve the report on the use of the previously raised proceeds;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,108,842	99.9999	3,500	0.0001	0	0.0000
H Shares	1,129,441,374	99.6423	0	0.0000	4,054,000	0.3577
Total ordinary Shares	11,251,550,216	99.9640	3,500	0.0000	4,054,000	0.0360

7. To consider and approve the proposed issue of medium and long-term bonds by the Company: (i) that the aggregate principal amount of the securities shall not exceed RMB20,000 million; and (ii) that Mr. Liu Qitao and/or Mr. Song Hailiang and/or Mr. Peng Bihong be authorised to deal with all relevant matters relating to the issue of medium and long-term bonds;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,108,842	99.9999	3,500	0.0001	0	0.0000
H Shares	1,133,255,374	99.9788	0	0.0000	240,000	0.0212
Total ordinary Shares	11,255,364,216	99.9978	3,500	0.0000	240,000	0.0022

8. To consider and approve the grant of general mandate to the Board to issue shares (details of which are set out in the circular of the Company dated 30 April 2019);

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,108,508,344	99.8656	13,541,198	0.1338	62,800	0.0006
H Shares	231,988,073	20.4666	899,664,245	79.3708	1,843,056	0.1626
Total ordinary Shares	10,340,496,417	91.8697	913,205,443	8.1133	1,905,856	0.0170

9. To consider and approve the extension of the validity period of the general meeting resolution in relation to the A Share Convertible Bonds and extension of the validity period of the corresponding Board authorisation;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,098,042	99.9999	14,300	0.0001	0	0.0000
H Shares	1,109,146,140	97.8518	24,108,234	2.1269	241,000	0.0213
Total ordinary Shares	11,231,244,182	99.7835	24,122,534	0.2143	241,000	0.0022

As more than two thirds of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as special resolutions.

Ordinary Resolutions

10. To consider and approve the possible subscription for A share convertible bonds by CCCG;

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	432,557,838	99.9967	14,300	0.0033	0	0.0000
H Shares	1,109,146,140	97.8518	24,108,234	2.1269	241,000	0.0213
Total ordinary Shares	1,541,703,978	98.4443	24,122,534	1.5403	241,000	0.0154

11. To consider and approve the estimated cap for the internal guarantees of the Group in 2019 and the authorisation to the management of the Company to carry out relevant formalities when providing internal guarantees within the approved amount; and

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,114,148,832	99.9213	7,963,510	0.0787	0	0.0000
H Shares	539,212,074	47.5707	565,969,300	49.9313	28,314,000	2.4980
Total ordinary Shares	10,653,360,906	94.6494	573,932,810	5.0991	28,314,000	0.2515

12. To consider and approve the launch of asset-backed securitization by the Group: (i) that the aggregate principal amount of the securities shall not exceed RMB30,000 million (including not exceeding RMB2,500 million to be issued by CCCC First Highway Engineering Group Co., Ltd. (“CFHEC”, formerly known as CCCC First Highway Engineering Co., Ltd.)); (ii) that the chairman and/or vice chairman and/or president and/or chief financial officer be authorised to deal with all relevant matters in relation to asset-backed securitization; and (iii) that the delegation of the abovementioned authorisation be granted to the chairman and/or general manager and/or chief financial officer of CFHEC to deal with all relevant matters in relation to its asset-backed securitization of not exceeding RMB2,500 million.

Class of Shareholders	For		Against		Abstain	
	Votes	(%)	Votes	(%)	Votes	(%)
A Shares	10,122,049,642	99.9994	62,700	0.0006	0	0.0000
H Shares	1,133,254,374	99.9787	0	0.0000	241,000	0.0213
Total ordinary Shares	11,255,304,016	99.9973	62,700	0.0006	241,000	0.0021

Note: Any discrepancies in the amounts set out in the tables herein are due to rounding.

As more than half of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions. CCGG has abstained from voting on the ordinary resolution No. 10.

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, acted as the scrutineer for the vote-taking at the AGM.

LAWYERS’ CERTIFICATION

As certified and stated in the legal opinion issued by Guantao Law Firm, the convening and procedures of the AGM conformed to the requirements of the law, administrative regulations and the Articles of Association. The attendees of the AGM were qualified and their qualifications were valid. The voting process and the poll results were lawful and valid.

PAYMENT OF FINAL DIVIDEND

The Board wishes to inform the Shareholders that details of the payment of the final dividends are as follows:

The Company will pay a final dividend of RMB0.23077 per Share (inclusive of applicable tax) for the year ended 31 December 2018.

For payment of final dividend to Shareholders holding H Shares, the final dividends are expected to be paid to Shareholders whose names appear on the register of members of the Company at the opening of business on Thursday, 4 July 2019. For purpose of ascertaining Shareholder's entitlement to the proposed final dividend, the register of members of the Company will be closed from Saturday, 29 June 2019 to Thursday, 4 July 2019 (both days inclusive), during which time no share transfers will be registered. Instruments of transfer accompanied by share certificates and other appropriate documents must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 28 June 2019. Shareholders whose names appear on the register of members of the Company at the opening of business on Thursday, 4 July 2019 are entitled to the final dividend.

The relevant exchange rate is determined at RMB0.85779 equivalent to HKD1.00 as the middle rate of Renminbi to Hong Kong dollars as announced by the People's Bank of China on the date when such dividends were declared. For more information, please refer to the annual report of the Company, which was dispatched to the Shareholders on 30 April 2019.

Under relevant regulations of China Securities Depository and Clearing Corporation Limited (“CSDC”) and in line with the market practice regarding dividends distribution for A Shares, the Company will publish a separate announcement in respect of its final dividends distribution for A Shares after the 2018 AGM, which, among others, will set out the record date and ex-rights date of dividend distribution for A Shares. The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent the final dividend declared for payment to holders of H Shares. The final dividend will be paid by the Receiving Agent and relevant cheques will be dispatched by the Company's H share registrar, Computershare Hong Kong Investor Services Limited, on 16 August 2019 to holders of H Shares entitled to receive such dividend by ordinary post at their own risk.

The Company will withhold for payment of the income tax strictly in accordance with the relevant laws of requirements of the relevant government departments and strictly based on what has been registered on the Company's register of members for H Shares at the opening of business on Thursday, 4 July 2019. Details of the withholding tax are as follows:

Pursuant to relevant laws and regulations including the PRC Individual Income Tax Law (中華人民共和國個人所得稅法) and the Regulations for the Implementation of the Law of the People's Republic of China on Individual Income Tax (中華人民共和國個人所得稅法實施條例), and the letter dated 28 June 2011 from the State Administration of Taxation to the inland Revenue Department of Hong Kong, as a withholding agent, the Company is required to withhold and pay the individual income tax at the tax rate of 10% in general on behalf of the individual H Shareholders. For individual H Shareholders receiving dividends who are citizens from countries under agreements to be entitled to tax rates lower than 10%, the Company can process applications on their behalf to seek entitlement of the relevant agreed preferential treatments pursuant to relevant regulations, and upon approval by the tax authorities, over withheld tax amounts will be refunded. For individual H Shareholders receiving dividends who are citizens from countries under agreements to be entitled to tax rates higher than 10% but lower than 20%, the Company will withhold the individual income tax at the agreed-upon effective tax rate when distributing dividends, and no application procedures will be necessary. For individual H Shareholders receiving dividends who are citizens from countries without taxation agreements with the PRC or are under other situations, the Company will withhold the individual income tax at a tax rate of 20% when distributing dividends.

For the non-resident enterprise Shareholders, pursuant to the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法) (effective from 29 December 2018) and the relevant implementation rules, the Company shall withhold and pay 10% enterprise income tax when the Company distributes the 2018 final dividend to non-resident enterprise Shareholders whose names appear on the Company's H share register of members.

Any resident enterprise (as defined under the PRC Enterprise Income Tax Law) whose name appears on the H share register of members of the Company and which is set up in the PRC in accordance with the PRC law, or which is set up in accordance with the law of a foreign country (region) whose actual administration institution is in the PRC, in the event of being unwilling for the Company's withholding enterprise income tax at the rate of 10%, should lodge with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, the Organization Code Certificate of the People's Republic of China issued by the relevant Chinese government authority or the equivalent copy certified by the Hong Kong lawyer or accountant to certify the place of establishment or the relevant legal documents that it is a resident enterprise incorporated in China (as defined under the Tax Law of the People's Republic of China), on or before 4:30 p.m. on Friday, 28 June 2019.

Investors and potential investors in the H Shares are recommended to consult their professional tax advisors if they are in any doubts as to the implications of the above mechanism of withholding, and the Company does not accept responsibility for any effect the above mechanism of withholding may have on any person.

DISTRIBUTION OF FINAL DIVIDEND TO INVESTORS OF NORTHBOUND TRADING

For investors of Hong Kong Stock Exchange, including enterprises and individuals, investing in the A Shares listed on the Shanghai Stock Exchange (the “**Investors of Northbound Trading**”), their final dividends will be distributed in RMB by the Company through CSDC Shanghai Branch to the account of the nominees holding such shares. The Company will withhold and pay income taxes of 10% on behalf of those investors and will report to the tax authorities. For Investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date, the ex-entitlement date and the date of distribution of final dividend and other arrangements for the Investors of Northbound Trading will be the same with those for the A Shareholders.

DISTRIBUTION OF FINAL DIVIDEND TO INVESTORS OF SOUTHBOUND TRADING

Distribution of Final Dividend to Investors of Southbound Trading on Shanghai Stock Exchange

For investors of the Shanghai Stock Exchange, including enterprises and individuals, investing in the H Shares listed on the Hong Kong Stock Exchange (the “**Investors of Southbound Trading on Shanghai Stock Exchange**”), the Company has entered into “the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading” (港 股 通 H 股 股 票 現 金 紅 利 派 發 協 議) with CSDC Shanghai Branch, pursuant to which, CSDC Shanghai Branch, as the nominee holders of H Shares for the Investors of Southbound Trading on Shanghai Stock Exchange, will receive the final dividends distributed by the Company and distribute the final dividends to the relevant Investors of Southbound Trading on Shanghai Stock Exchange through its depository and clearing system.

The cash dividends for the Investors of H Shares of Southbound Trading on Shanghai Stock Exchange will be paid in RMB. Pursuant to the relevant requirements under the “Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect” (關於滬港通股票市場交易互聯互通機制試點有關稅收政策的通知) (Caishui 2014 No. 81), for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

Distribution of Final Dividend to Investors of Southbound Trading on Shenzhen Stock Exchange

For investors of the Shenzhen Stock Exchange, including enterprises and individuals, investing in the H Shares listed on the Hong Kong Stock Exchange (the “**Investors of Southbound Trading on Shenzhen Stock Exchange**”), the Company has entered into “the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading” (港股通H股股票現金紅利派發協議) with CSDC Shenzhen Branch, pursuant to which, CSDC Shenzhen Branch, as the nominee holders of H shares for the Investors of Southbound Trading on Shenzhen Stock Exchange, will receive the final dividends distributed by the Company and distribute the final dividends to the relevant Investors of Southbound Trading on Shenzhen Stock Exchange through its depository and clearing system.

The cash dividends for the Investors of H Shares of Southbound Trading on Shenzhen Stock Exchange will be paid in RMB. Pursuant to the relevant requirements under the “Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect” (關於深港通股票市場交易互聯互通機制試點有關稅收政策的通知) (Caishui 2016 No. 127), for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date, the ex-entitlement date and the date of distribution of final dividend and other arrangements for the Investors of Southbound Trading on Shanghai Stock Exchange and Investors of Southbound Trading on Shenzhen Stock Exchange will be the same with those for the H Shareholders.

By order of the Board
China Communications Construction Company Limited
ZHOU Changjiang
Company Secretary

Beijing, the PRC
18 June 2019

As at the date of this announcement, the directors of the Company are LIU Qitao, SONG Hailiang, CHEN Yun, LIU Maoxun, QI Xiaofei, HUANG Long[#], ZHENG Changhong[#] and NGAI Wai Fung[#].

[#] *Independent non-executive Director*