

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 28 February 2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Railway Construction Corporation Limited

Date Submitted 03 March 2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>1186</u> Description : <u>H Shares</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>2,076,296,000</u>	<u>RMB1.00</u>	<u>RMB2,076,296,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>2,076,296,000</u>	<u>RMB1.00</u>	<u>RMB2,076,296,000</u>
(2) Stock code : <u>601186</u> Description : <u>A Shares</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>11,503,245,500</u>	<u>RMB1.00</u>	<u>RMB11,503,245,500</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>11,503,245,500</u>	<u>RMB1.00</u>	<u>RMB11,503,245,500</u>

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	<u>N/A</u>
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>N/A</u>	<u> </u>	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	<u> </u>	<u>N/A</u>
Balance at close of the month	<u>N/A</u>	<u> </u>	<u>N/A</u>

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	<u>N/A</u>
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>N/A</u>	<u> </u>	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	<u> </u>	<u>N/A</u>
Balance at close of the month	<u>N/A</u>	<u> </u>	<u>N/A</u>

Total authorised share capital at the end of the month (*State currency*) :

RMB13,579,541,500

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>2,076,296,000</u>	<u>11,503,245,500</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>0</u>	<u>0</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>2,076,296,000</u>	<u>11,503,245,500</u>	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. N/A _____ _____ _____ (/ /) _____ shares (Note 1)						
2. N/A _____ _____ _____ (/ /) _____ shares (Note 1)						
3. N/A _____ _____ _____ (/ /) _____ shares (Note 1)						
			Total A. (Ordinary shares)		<u>N/A</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)				<u>N/A</u>		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A _____ _____						
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. N/A _____ _____						
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
3. N/A _____ _____						
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
4. N/A _____ _____						
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
Total B. (Ordinary shares) _____ N/A (Preference shares) _____ N/A (Other class) _____ N/A						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<p>1. ZERO COUPON CONVERTIBLE BONDS DUE 2021</p> <hr/> <p>(Term of convertible bonds: From 29 January 2016 to 29 January 2021)</p> <hr/> <p>(Conversion period of convertible bonds: Commences from 10 March 2016 and ends on 29 January 2021)</p>	USD	USD 500,000,000	NIL	USD 500,000,000	NIL	Approximately 383,960,591 H shares (assuming full conversion of the bonds at the adjusted conversion price of HKD10.15 per H share)
<p>Stock code (if listed)</p> <p>Class of shares issuable (Note 1)</p> <p>Conversion price</p> <p>EGM approval date (if applicable) (dd/mm/yyyy)</p>	<p>Listed on The Stock Exchange of Hong Kong Limited, convertible bonds code: 5610</p> <hr/> <p>H shares</p> <hr/> <p>Adjusted conversion price is HKD10.15 per H share</p> <hr/> <p>29 /10 /2015</p>					
<p>2. USD SETTLED 1.5% COUPON CONVERTIBLE BONDS DUE 2021</p> <hr/> <p>(Term of convertible bonds: From 21 December 2016 to on or about 21 December 2021)</p> <hr/> <p>(Conversion period of convertible bonds: Commences from 31 January 2017 and ends on 21 December 2021)</p>	RMB	RMB 3,450,000,000	NIL	RMB 3,450,000,000	NIL	Approximately 281,471,927 H shares (assuming full conversion of the bonds at the initial conversion price of HKD13.7750 per H share)
<p>Stock code (if listed)</p> <p>Class of shares issuable (Note 1)</p> <p>Conversion price</p> <p>EGM approval date (if applicable) (dd/mm/yyyy)</p>	<p>Listed on The Stock Exchange of Hong Kong Limited, convertible bonds code: 5338</p> <hr/> <p>H shares</p> <hr/> <p>Initial conversion price is HKD13.7750 per H share</p> <hr/> <p>29 /10 /2015</p>					
<p>3. N/A</p> <hr/> <hr/> <hr/>						

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	_____	(/ /)				
4. N/A	_____					

Stock code (if listed)	_____					
Class of shares issuable (<i>Note 1</i>)	_____					
Subscription price	_____					
EGM approval date (if applicable) (dd/mm/yyyy)	_____	(/ /)				
				Total C. (Ordinary shares)	_____	N/A
				(Preference shares)	_____	N/A
				(Other class)	_____	N/A

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A		

_____ (/ /)		
_____ shares (<i>Note 1</i>)		
2. N/A		

_____ (/ /)		
_____ shares (<i>Note 1</i>)		
3. N/A		

_____ (/ /)		
_____ shares (<i>Note 1</i>)		
Total D. (Ordinary shares)	_____	N/A
(Preference shares)	_____	N/A
(Other class)	_____	N/A

Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
				<u>N/A</u>	<u>N/A</u>
2.	Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
				<u>N/A</u>	<u>N/A</u>
3.	Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
				<u>N/A</u>	<u>N/A</u>
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
				<u>N/A</u>	<u>N/A</u>

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : State currency _____	_____ Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>
6.	Repurchase of shares		Class of shares repurchased (Note 1) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>
7.	Redemption of shares		Class of shares redeemed (Note 1) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>
8.	Consideration issue	At price : State currency _____	_____ Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
	At price : State currency _____	N/A	N/A
10. Other (Please specify)	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
	At price : State currency _____	N/A	N/A
Total E.		(Ordinary shares) _____	(Preference shares) _____
		(Other class) _____	N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) _____	N/A
	(2) _____	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

As the Company is incorporated in the PRC, the concept of “authorised share capital” is not applicable. The information under section I is the “issued share capital” of the Company.

Submitted by: Law Chun Biu

Title: Joint Company Secretary
(Director, Secretary or other duly authorised officer)

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*