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**中国铁建**

**中國鐵建股份有限公司**

**China Railway Construction Corporation Limited**

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

(Stock Code: 1186)

**ANNOUNCEMENT  
VOTING RESULTS OF  
2017 ANNUAL GENERAL MEETING**

The board of directors of China Railway Construction Corporation Limited (the “**Company**”) is pleased to announce the voting results of the 2017 annual general meeting (the “**AGM**”) held at the CRCC Bureau Building, No.40 Fuxing Road, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”) at 9:00 a.m. on Monday, 11 June 2018.

For details in relation to the resolutions considered at the AGM, Shareholders may refer to the 2017 annual report of the Company and the circular dated 26 April 2018 (the “**Circular**”) of the Company. Unless the context otherwise requires, the terms used in this announcement shall have the same meaning as those defined in the Circular.

**I. CONVENING AND ATTENDANCE OF THE MEETINGS**

Both onsite voting and internet voting were adopted at the AGM. Internet voting was conducted via the trading system of the Shanghai Stock Exchange and was participated by the A Shareholders.

The Shareholders, either in person or by proxy, attending the on-site meeting of the AGM or voting on the internet, held a total of 8,267,664,928 shares, representing approximately 60.88% of the Company’s total shares with voting rights. The number of shares entitling the holders to attend and vote on the relevant resolutions at the AGM totaled 13,579,541,500 shares.

There was no restriction on the Shareholders casting votes on the resolutions at the AGM. None of the Shareholders was entitled to attend and abstain from voting in favour of any resolution at the AGM. The AGM was presided over by Mr. MENG Fengchao, the Chairman of the Company.

## II. VOTING RESULTS OF THE MEETING

At the AGM, the following resolutions were considered by Shareholders via on-site voting and internet voting. The poll results in respect of the resolutions proposed at the AGM are as follows:

### Ordinary Resolutions

1. To consider and approve the report of the board of directors of the Company for the year ended 31 December 2017.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	662,997,593	99.879858	1,000	0.000150	796,500	0.119992
Total ordinary shares:	<u>8,266,856,928</u>	<u>99.990227</u>	<u>10,600</u>	<u>0.000128</u>	<u>797,400</u>	<u>0.009645</u>

2. To consider and approve the work report of the supervisory committee of the Company for the year ended 31 December 2017.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	662,997,593	99.879858	1,000	0.000150	796,500	0.119992
Total ordinary shares:	<u>8,266,856,928</u>	<u>99.990227</u>	<u>10,600</u>	<u>0.000128</u>	<u>797,400</u>	<u>0.009645</u>

3. To consider and approve the audited financial statements of the Company for the year ended 31 December 2017.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	<u>662,997,593</u>	<u>99.879858</u>	<u>1,000</u>	<u>0.000150</u>	<u>796,500</u>	<u>0.119992</u>
Total ordinary shares:	<u><u>8,266,856,928</u></u>	<u><u>99.990227</u></u>	<u><u>10,600</u></u>	<u><u>0.000128</u></u>	<u><u>797,400</u></u>	<u><u>0.009645</u></u>

4. To consider and approve the profits distribution plan of the Company for the year ended 31 December 2017.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,742,235	99.998322	126,700	0.001666	900	0.000012
H Share	<u>663,367,593</u>	<u>99.935598</u>	<u>427,500</u>	<u>0.064402</u>	<u>0</u>	<u>0.000000</u>
Total ordinary shares:	<u><u>8,267,109,828</u></u>	<u><u>99.993286</u></u>	<u><u>554,200</u></u>	<u><u>0.006703</u></u>	<u><u>900</u></u>	<u><u>0.000011</u></u>

5. To consider and approve the annual report and its summary of the Company for the year ended 31 December 2017 and its summary.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	<u>662,997,593</u>	<u>99.879858</u>	<u>1,000</u>	<u>0.000150</u>	<u>796,500</u>	<u>0.119992</u>
Total ordinary shares:	<u><u>8,266,856,928</u></u>	<u><u>99.990227</u></u>	<u><u>10,600</u></u>	<u><u>0.000128</u></u>	<u><u>797,400</u></u>	<u><u>0.009645</u></u>

6. To consider and approve the determination of the caps for guarantees for wholly-owned subsidiaries of the Company for 2018.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	<u>663,285,593</u>	<u>99.923244</u>	<u>1,000</u>	<u>0.000151</u>	<u>508,500</u>	<u>0.076605</u>
Total ordinary shares:	<u><u>8,267,144,928</u></u>	<u><u>99.993710</u></u>	<u><u>10,600</u></u>	<u><u>0.000129</u></u>	<u><u>509,400</u></u>	<u><u>0.006161</u></u>

7. To consider and approve the engagement of an external auditor for 2018.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	<u>663,794,093</u>	<u>99.999849</u>	<u>1,000</u>	<u>0.000151</u>	<u>0</u>	<u>0.000000</u>
Total ordinary shares:	<u><u>8,267,653,428</u></u>	<u><u>99.999861</u></u>	<u><u>10,600</u></u>	<u><u>0.000128</u></u>	<u><u>900</u></u>	<u><u>0.000011</u></u>

8. To consider and approve the remuneration of Directors and Supervisors for 2017.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,849,835	99.999737	19,100	0.000251	900	0.000012
H Share	<u>663,269,093</u>	<u>99.920759</u>	<u>526,000</u>	<u>0.079241</u>	<u>0</u>	<u>0.000000</u>
Total ordinary shares:	<u><u>8,267,118,928</u></u>	<u><u>99.993396</u></u>	<u><u>545,100</u></u>	<u><u>0.006593</u></u>	<u><u>900</u></u>	<u><u>0.000011</u></u>

## Special Resolutions

9. To consider and approve the increase of facility of domestic and external bond issuance.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,602,209,535	99.978165	1,659,400	0.021823	900	0.000012
H Share	<u>373,602,226</u>	<u>56.282764</u>	<u>290,192,867</u>	<u>43.717236</u>	<u>0</u>	<u>0.000000</u>
Total ordinary shares:	<u><u>7,975,811,761</u></u>	<u><u>96.469944</u></u>	<u><u>291,852,267</u></u>	<u><u>3.530045</u></u>	<u><u>900</u></u>	<u><u>0.000011</u></u>

10. To consider and approve the grant of general mandate to the board of directors to issue Shares.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,586,321,423	99.769217	17,547,512	0.230771	900	0.000012
H Share	<u>115,661,213</u>	<u>17.424234</u>	<u>547,159,880</u>	<u>82.429034</u>	<u>974,000</u>	<u>0.146732</u>
Total ordinary shares:	<u><u>7,701,982,636</u></u>	<u><u>93.157895</u></u>	<u><u>564,707,392</u></u>	<u><u>6.830313</u></u>	<u><u>974,900</u></u>	<u><u>0.011792</u></u>

11. To consider and approve the amendment of the Articles of Association of China Railway Construction Corporation Limited.

Voting results:

Class of Shareholders	For		Against		Abstain	
	Votes	%	Votes	%	Votes	%
A Share	7,603,859,335	99.999862	9,600	0.000126	900	0.000012
H Share	<u>617,193,091</u>	<u>92.979460</u>	<u>46,602,002</u>	<u>7.020540</u>	<u>0</u>	<u>0.000000</u>
Total ordinary shares:	<u><u>8,221,052,426</u></u>	<u><u>99.436207</u></u>	<u><u>46,611,602</u></u>	<u><u>0.563782</u></u>	<u><u>900</u></u>	<u><u>0.000011</u></u>

As sufficient votes present at the AGM, either in person or by proxy, were cast in favour of the above resolutions, the above resolutions were duly passed.

The H share registrar of the Company, Computershare Hong Kong Investor Services Limited, was the scrutineer responsible for vote taking at the AGM.

### **III. LAWYERS' CERTIFICATION**

As certified by lawyers from Beijing DeHeng Law Office, and stated in their legal opinion, the convening and procedures of the AGM, the qualifications of the attendees and the convener of the AGM, the voting process and results of the AGM and the resolutions made at the AGM conformed to the requirements of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China and other laws, regulations, regulatory documents, the Articles of Association and Rules of Procedure for General Meetings of the Company, and thus are lawful and valid.

By order of the Board  
**China Railway Construction Corporation Limited**  
**MENG Fengchao**  
*Chairman*

Beijing, the PRC  
11 June 2018

*As at the date of this announcement, the board of directors comprises Mr. MENG Fengchao (Chairman and Executive Director), Mr. ZHUANG Shangbiao (President and Executive Director), Mr. Xia Guobin (Executive Director), Mr. Liu Ruchen (Executive Director), Mr. GE Fuxing (Non-executive Director), Mr. WANG Huacheng (Independent Non-executive Director), Mr. Patrick SUN (Independent Non-executive Director), Mr. CHENG Wen (Independent Non-executive Director) and Ms. Amanda Xiao Qiang LU (Independent Non-executive Director).*