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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)

NOTICE OF 2017 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of China Communications Construction Company Limited (the “**Company**”) will be held at CCCC Building, 85 De Sheng Men Wai Street, Xicheng District, Beijing, the PRC at 2:00 p.m. on Wednesday, 22 November 2017 for the purpose of considering and, if thought fit, passing the following resolutions:

As Special Resolutions

1. To consider and approve the proposal on the satisfaction of the conditions of the public issuance of A share convertible bonds;
2. To consider and approve the proposal on the proposed issuance of A share convertible bonds;
 - 2.1 Type of securities to be issued
 - 2.2 Size of issuance
 - 2.3 Par value and issue price
 - 2.4 Term
 - 2.5 Interest rate
 - 2.6 Method and timing of interest payment
 - 2.7 Conversion period
 - 2.8 Determination and adjustment of the conversion price

- 2.9 Terms of downward adjustment to conversion price
 - 2.10 Method for determining the number of shares for conversion
 - 2.11 Entitlement to dividend in the year of conversion
 - 2.12 Terms of redemption
 - 2.13 Terms of sale back
 - 2.14 Method of issuance and target investors
 - 2.15 Subscription arrangement for the existing shareholders
 - 2.16 A share convertible bond holders and A share convertible bond holders' meetings
 - 2.17 Use of proceeds
 - 2.18 Rating
 - 2.19 Guarantee and security
 - 2.20 Deposit account for proceeds raised
 - 2.21 Validity period of the resolution
 - 2.22 Authorizations
3. To consider and approve the proposal on the preliminary plan of the proposed issuance of A share convertible bonds;
 4. To consider and approve the proposal on the feasibility report on the use of proceeds raised from the proposed issuance of A share convertible bonds;
 5. To consider and approve the proposal on the dilution of immediate returns by the proposed issuance of A share convertible bonds and the remedial measure to be adopted;
 6. To consider and approve the proposal on rules for A share convertible bond holders' meeting;
 7. To consider and approve the proposal to general meeting to authorize the board of directors or its authorized persons to manage the matters relating to the propose issuance of A share convertible bonds;
 8. To consider and approve the proposal on the shareholders' return plan for three years of 2017 to 2019;

As Ordinary Resolutions

1. To consider and approve the proposal on the connected transaction in relation to the possible subscription for A share convertible bonds by China Communications Construction Group (Limited);
2. To consider and approve the proposals on the re-election or election of members of the fourth session of the board of directors of the Company:
 - 2.1 To consider and approve the re-election of Mr. Liu Qitao as an executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.2 To consider and approve the re-election of Mr. Chen Fenjian as an executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.3 To consider and approve the re-election of Mr. Fu Junyuan as an executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.4 To consider and approve the election of Mr. Chen Yun as an executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.5 To consider and approve the re-election of Mr. Liu Maoxun as a non-executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.6 To consider and approve the election of Mr. Qi Xiaofei as a non-executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.7 To consider and approve the re-election of Mr. Huang Long as an independent non-executive director of the Company, with effect from 22 November 2017 for a term of three years;
 - 2.8 To consider and approve the election of Mr. Zheng Changhong as an independent non-executive director of the Company, with effect from 22 November 2017 for a term of three years; and
 - 2.9 To consider and approve the election of Dr. Ngai Wai Fung as an independent non-executive director of the Company, with effect from 22 November 2017 for a term of three years.
3. To consider and approve the proposals on the re-election or election of supervisors representing shareholders of the Company of the fourth session of the supervisory committee of the Company:
 - 3.1 To consider and approve the election of Mr. Li Sen as a supervisor representing the shareholders of the Company, with effect from 22 November 2017 for a term of three years; and
 - 3.2 To consider and approve the re-election Mr. Wang Yongbin as a supervisor representing the shareholders of the Company, with effect from 22 November 2017 for a term of three years.

By Order of the Board
China Communications Construction Company Limited
Liu Wensheng
Company Secretary

Beijing, the PRC

26 September 2017

As at the date of this notice, the Directors are LIU Qitao, CHEN Fenjian, FU Junyuan, LIU Maoxun, LIU Zhangmin[#], LEUNG Chong Shun[#] and HUANG Long[#].

[#] *Independent non-executive Director*

A circular containing details of the resolutions as set out in the notice will be dispatched to the shareholders in due course.

Notes:

1. CLOSURE OF REGISTER OF MEMBERS AND ELIGIBILITY FOR ATTENDING THE EGM

For purpose of ascertaining shareholders' entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 24 October 2017 to Wednesday, 22 November 2017 (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, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, 23 October 2017. Shareholders of the Company whose names appear on the register of members of the Company at the opening of business on Wednesday, 22 November 2017 are entitled to attend the EGM.

2. NOTICE OF ATTENDANCE

Holders of H shares who intend to attend the EGM should complete and lodge the accompanying reply slip and return it to the Company's H share registrar on or before Wednesday, 1 November 2017. The reply slip may be delivered by hand, by post or by fax to the Company's H share registrar. Completion and return of the reply slip will not affect the right of a shareholder to attend the EGM. However, the failure to return the reply slip may result in an adjournment of the EGM, if the number of shares carrying the right to vote represented by the shareholders proposing to attend the EGM by the reply slip does not reach more than half of the total number of shares of the Company carrying the right to vote at the EGM.

3. PROXY

Every shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Company, to attend and vote on his behalf at the EGM.

A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his attorney duly authorized in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorized in writing. The instrument appointing the proxy shall be deposited at the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM or any adjourned meeting thereof (i.e. before 2:00 p.m. on Tuesday, 21 November 2017). If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other document of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other document of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Company's H share registrar. Return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the EGM if he so wishes.

If more than one proxy is appointed, such proxies shall only be entitled to vote by poll.

Shareholders or their proxies are required to produce their identification documents when attending the EGM.

4. OTHERS

The EGM is expected to last for around one hour. Shareholders and their proxies attending the meeting shall be responsible for their own travelling and accommodation expenses.