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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 THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 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 Friday, 10 March 2023 to consider and, if thought fit, to pass the following resolutions (unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 21 February 2023):

**Special Resolutions**

1. To consider and approve the Resolution on the Participation in the Major Asset Reorganization of Qilianshan and the Spin-off and Listing of Subsidiaries by the Company.
2. To consider and approve the Resolution on the Plan of the Spin-off and Listing of Subsidiaries by Reorganization.
3. To consider and approve the Resolution on the Proposal on the Spin-off and Listing of Subsidiaries, namely CCCC Highway Institute, CCCC First Highway Institute and CCCC Second Highway Institute, by Reorganization (Revised).
4. To consider and approve the Resolution on the Compliance of the Spin-off and Listing of Subsidiaries by Reorganization with Relevant Laws and Regulations.

5. To consider and approve the Resolution on the Compliance of the Spin-off and Listing of Subsidiaries by Reorganization with the Spin-off Rules.
6. To consider and approve the Resolution on the Spin-off and Listing of Subsidiaries by Reorganization Which Benefits the Safeguarding of the Legitimate Rights and Interests of Shareholders and Creditors.
7. To consider and approve the Resolution on the Capability of the Newly Formed Company to Implement Regulated Operation upon the Proposed Spin-off.
8. To consider and approve the Resolution on the Company's Ability to Maintain Independence and Sustainable Operation.
9. To consider and approve the Resolution on the Explanation on the Completeness of and Compliance with Statutory Procedures of the Proposed Spin-off and the Validity of Legal Documents Submitted.
10. To consider and approve the Resolution on the Analysis on the Background, Objectives, Commercial Reasonableness, Necessity and Feasibility of the Spin-off and Listing.
11. To consider and approve the Resolution on the Authorization to the Board and Its Authorized Persons to Handle Matters Related to the Proposed Spin-off.

### **Ordinary Resolutions**

12. To consider and approve the Resolution on the Entering into of the Intent for Entrustment and Related-party Transaction by the Company.
13. To consider and approve the Resolution on the Entering into of the Entrustment Agreement and Related-party Transaction by the Company.

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

Beijing, the PRC  
21 February 2023

*As at the date of this notice, the directors of the Company are WANG Tongzhou, WANG Haihuai, LIU Xiang, SUN Ziyu, MI Shuhua, LIU Hui<sup>#</sup>, CHAN Wing Tak Kevin<sup>#</sup>, WU Guangqi<sup>#</sup> and ZHOU Xiaowen<sup>#</sup>.*

<sup>#</sup> *Independent non-executive Director*

*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, 7 March 2023 to Friday, 10 March 2023 (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 Monday, 6 March 2023. Shareholders of the Company whose names appear on the register of members of the Company at the opening of business on Friday, 10 March 2023 are entitled to attend the EGM.

## **2. 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 authorised 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 authorised 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, Wan Chai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM (i.e. before 2:00 p.m. on Thursday, 9 March 2023). If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other document of authority under which the instrument is signed shall be notarised. The notarised 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.

## **3. 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.

To safeguard the health and safety of Shareholders and to prevent the spreading of the COVID-19 pandemic, Shareholders, proxies and other attendees are required to comply with the latest epidemic prevention policy requirements of the PRC government and take necessary precautionary measures.