**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)**

# PROPOSED CHANGES TO THE REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

China Communications Construction Company Limited (the "**Company**") convened the meeting of the board of directors (the "**Board**") on 28 May 2026, to consider and approve, among other things, the reduction of the Company's registered capital (the "**Proposed Changes to Registered Capital**") and the amendments (the "**Proposed Amendments**") to the articles of association of the Company (the "**Articles of Association**").

References are made to the announcement dated 21 April 2025 and the circular dated 2 June 2025 of the Company, in relation to, among other things, the repurchase of the Company's A Shares (the "**A Shares**") on the Shanghai Stock Exchange by the Company through centralized bidding transactions for cancellation pursuant to the authorisation granted by the shareholders at the annual general meeting held on 16 June 2025 (the "**Repurchase Mandate**"). Reference is also made to the announcements of the Company dated 13 June 2025 and 25 November 2025 respectively, in relation to the repurchase and cancellation of certain Restricted Shares under the 2022 Restricted Share Incentive Scheme. Unless otherwise defined, the terms used herein shall have the same meanings as those defined in the announcements.

As of the date of this announcement, the Company has repurchased an aggregate of 137,262,346 A Shares, comprising (i) a total of 60,857,946 A Shares repurchased pursuant to the Repurchase Mandate, and (ii) a total of 76,404,400 restricted A Shares repurchased in accordance with the 2022 Incentive Scheme, among which, the cancellation of 3,967,200 restricted A Shares was completed. Pursuant to the Repurchase Mandate and 2022 Incentive Scheme, those Shares repurchased but not yet cancelled shall be cancelled. In light of the above, the Company proposed to reduce the Company's share capital from RMB16,278,611,425 to RMB16,141,349,079 and amend the Articles of Association accordingly. In addition, to improve the institutional arrangements regarding the reduction of registered capital under the Articles of Association, and to better align them with the relevant provisions of the Company Law of the People's Republic of China as well as the Company's actual operational needs, the Company also proposes to amend the relevant provisions of the Articles of Association. The proposed amendments will provide the Company with the necessary institutional flexibility to lawfully implement share repurchases and cancellations, equity incentive adjustments, or other non-pro-rata capital reduction matters in the future, based on business development, capital management, and compliance requirements, which will enhance the Company's operational and capital flexibility, and it is in the overall interests of the Company and all Shareholders. Details of the Proposed Amendments are set out below.

| **Existing provisions in the Articles of Association** | **Amended provisions in the Articles of Association** |
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| **Article 6** The registered capital of the Company was RMB~~16,278,611,425~~. | **Article 6** The registered capital of the Company was RMB<u>16,141,349,079</u>. |
| **Article 21** The number of issued shares of the Company is ~~16,278,611,425~~ and the share capital structure of the Company is: ~~16,278,611,425~~ ordinary shares and 0 shares of other classes. | **Article 21** The number of issued shares of the Company is <u>16,141,349,079</u> and the share capital structure of the Company is: <u>16,141,349,079</u> ordinary shares and 0 shares of other classes. |

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| **Article 189** The Company shall prepare a balance sheet and a property list for the reduction of its registered capital.<br><br>The Company shall notify the creditors within ten (10) days from the date of making a resolution on the reduction of registered capital by general meeting, and make an announcement within thirty (30) days on the newspapers approved by the stock exchange of the place of listing of the Company or the National Enterprise Credit Information Publicity System. The creditors shall have the right to require the Company to pay off debts or provide a guarantee accordingly within thirty (30) days from the date of receiving the notice or within forty-five (45) days from the date of making the announcement in case they have not received such notice.<br><br>When the Company reduces its registered capital, it ~~shall~~ reduce the amount of capital contributions or shares in proportion to the shareholders' shareholdings~~, unless otherwise stipulated in the laws or the Articles of Association~~. | **Article 189** The Company shall prepare a balance sheet and a property list for the reduction of its registered capital.<br><br>The Company shall notify the creditors within ten (10) days from the date of making a resolution on the reduction of registered capital by general meeting, and make an announcement within thirty (30) days on the newspapers approved by the stock exchange of the place of listing of the Company or the National Enterprise Credit Information Publicity System. The creditors shall have the right to require the Company to pay off debts or provide a guarantee accordingly within thirty (30) days from the date of receiving the notice or within forty-five (45) days from the date of making the announcement in case they have not received such notice.<br><br>When the Company reduces its registered capital, it will, in principle, reduce the amount of capital contributions or shares in proportion to the shareholders' shareholdings; upon consideration and approval by a special resolution of the Company's general meeting, the Company may reduce its registered capital without reducing shares in proportion to the shareholders' shareholdings. |

Save for the amendments set out in this announcement, other provisions of the Articles of Association remain unchanged.

The Proposed Changes to Registered Capital and Proposed Amendments are subject to the approval of the Company's shareholders at the general meeting by way of special resolutions, and shall be subject to the final approval of the market supervision and administration department. A circular containing detailed information of the Proposed Changes to Registered Capital and Proposed Amendments will be published and/or despatched to the shareholders of the Company in due course.

By Order of the Board
**China Communications Construction Company Limited**

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| **LIU Zhengchang** | **YU Jingjing** |
| *Board Secretary* | *Company Secretary* |

Beijing, the PRC
28 May 2026

*As at the date of this announcement, the directors of the Company are SONG Hailiang, ZHANG Bingnan, LIU Xiang, GAO Chunlei, WU Aihong, CHAN Wing Tak Kevin#, WANG Qingqin#, LIU Ruchen# and YANG Xiangyang.*

# *Independent non-executive director*