中國能源建設股份有限公司
CHINA ENERGY ENGINEERING CORPORATION LIMITED*
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3996)

ANNOUNCEMENT
RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to the announcements of the Company dated 27 October 2023 and 13 November 2023 and the circular dated 23 November 2023, in relation to, among other things, the continuing connected transaction framework agreements for financial services, financial leasing services, private fund services, daily production and operation services and property leasing services entered into between the Company and its subsidiaries and Energy Group and its subsidiaries, respectively. As the Existing Continuing Connected Transaction Framework Agreements will expire on 31 December 2026, on 28 August 2026, the Company and its subsidiaries and relevant parties entered into the Financial Services Framework Agreement, the Financial Leasing Service Framework Agreement, the Private Fund Service Framework Agreement, the Daily Production and Operation Service Framework Agreement and the Property Leasing Framework Agreement, respectively, to renew the relevant continuing connected transactions.

LISTING RULES IMPLICATIONS

As of the date of this announcement, Energy Group directly and indirectly holds approximately 42.82% of the issued share capital of the Company and is the controlling shareholder of the Company, and accordingly constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Each of Financial Leasing Company and Fund Company is a subsidiary of Energy Group, and each also constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the New Continuing Connected Transaction Framework Agreements and the respective transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

* *For identification purpose only*

(1) Financial Services Framework Agreement

The provision of deposit services by Finance Company to Energy Group and its subsidiaries will constitute the receipt of financial assistance by the Group from its connected persons. Pursuant to Rule 14A.90 of the Listing Rules, since Finance Company provides deposit services to Energy Group and its subsidiaries on normal commercial terms and no assets of the Group are provided as security, the provision of deposit services is fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

The provision of comprehensive credit services by Finance Company to Energy Group and its subsidiaries will constitute the provision of financial assistance by the Group to its connected persons. As the highest applicable percentage ratio in respect of the comprehensive credit services to be provided by Finance Company to Energy Group and its subsidiaries is more than 0.1% but less than 5%, the provision of comprehensive credit services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of other financial services to be provided by Finance Company to Energy Group and its subsidiaries is less than 0.1%, the provision of other financial services is fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(2) Financial Leasing Service Framework Agreement

As the highest applicable percentage ratio in respect of the direct leasing services to be provided by Financial Leasing Company to the Group is more than 0.1% but less than 5%, the provision of direct leasing services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of the sale and leaseback services to be provided by Financial Leasing Company to the Group is more than 0.1% but less than 5%, the provision of sale and leaseback services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of other relevant financial, advisory and services to be provided by Financial Leasing Company to the Group is less than 0.1%, such transactions are fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(3) Private Fund Service Framework Agreement

As the highest applicable percentage ratio in respect of the private fund subscription services to be provided by Fund Company to the Group is more than 0.1% but less than 5%, the provision of private fund subscription services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

(4) Daily Production and Operation Service Framework Agreement

As the highest applicable percentage ratio in respect of the daily production and operation services to be provided by the Group to Energy Group and its subsidiaries is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of the daily production and operation services to be provided by Energy Group and its subsidiaries to the Group is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

(5) Property Leasing Framework Agreement

As the highest applicable percentage ratio in respect of the property leasing services to be provided by Energy Group and its subsidiaries to the Group is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

SHAREHOLDERS' GENERAL MEETING

Pursuant to the Listing Rules, the New Continuing Connected Transaction Framework Agreements and the annual caps for 2027, 2028 and 2029 are exempt from the Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules, but pursuant to relevant requirements under the Shanghai Stock Exchange Listing Rules, the New Continuing Connected Transaction Framework Agreements shall be submitted to the general meeting of the Company for consideration and approval. Related shareholders shall abstain from voting on relevant resolution at the general meeting of the Company. The New Continuing Connected Transaction Framework Agreements will become effective upon the consideration and approval at the general meeting of the Company. An extraordinary general meeting will be held by the Company for the Independent Shareholders to consider and, if thought fit, to approve the New Continuing Connected

Transaction Framework Agreements. A circular containing, among other things, the details of resolution above and the notice of the extraordinary general meeting of the Company will be despatched to the Shareholders in due course.

1. RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to the announcements of the Company dated 27 October 2023 and 13 November 2023 and the circular dated 23 November 2023, in relation to, among other things, the continuing connected transaction framework agreements for financial services, financial leasing services, private fund services, daily production and operation services and property leasing services entered into between the Company and its subsidiaries and Energy Group and its subsidiaries, respectively. As the Existing Continuing Connected Transaction Framework Agreements will expire on 31 December 2026, on 28 August 2026, the Company and its subsidiaries and relevant parties entered into the Financial Service Framework Agreement, the Financial Leasing Service Framework Agreement, the Private Fund Service Framework Agreement, the Daily Production and Operation Service Framework Agreement and the Property Leasing Framework Agreement respectively, to renew the relevant continuing connected transactions.

1.1 Financial Service Framework Agreement

Date

28 August 2026

Parties

Finance Company (a subsidiary of the Company, as the service provider); and

Energy Group (as the service recipient)

Major terms

Pursuant to the Financial Service Framework Agreement, Finance Company shall provide financial services to Energy Group and its subsidiaries (excluding the Group, the same applies hereinafter), including deposit services, comprehensive credit services and other financial services. In particular:

(1) Deposit services: Finance Company shall provide deposit services to Energy Group and its subsidiaries;

(2) Comprehensive credit services: Finance Company shall provide loans, acceptance and discount of notes, non-financing letter of guarantee services to Energy Group and its subsidiaries;

(3) Other financial services: Finance Company shall handle fund settlement and payment collection; provide financial consultancy, credit testimony and consulting and agency services; underwrite the corporate bonds of Energy Group and its subsidiaries; handle entrusted loans for Energy Group and its subsidiaries; and provide other services approved by the regulatory authorities.

Term

The term of the Financial Service Framework Agreement is three years, i.e. from 1 January 2027 to 31 December 2029.

Pricing policy

The services to be provided by Finance Company to Energy Group and its subsidiaries are subject to the following pricing principles:

(1) The deposit interest rates for the deposit services shall be determined in accordance with the deposit interest rates with the same type and term stipulated by the PBOC with reference to the interest rates of major domestic commercial banks in the PRC for the deposits with the same type and term, and such interest rates shall not be higher than the deposit interest rates offered by Finance Company to the Group or other independent third parties under the same conditions;

(2) The interest rates and fee rates for the comprehensive credit services shall be based on the Loan Prime Rate (LPR) as the core benchmark, and determined by reference to the lending rates and fee levels for similar types of business conducted by major domestic commercial banks in the PRC during the same period. Such interest rates and fee rates shall not be lower than the interest rates and fee rates of similar credit services offered by Finance Company to the Group or other independent third parties under the same conditions;

(3) The service fees for other financial services shall be determined with reference to the service fees charged by major domestic commercial banks in the PRC for the same type of services, and such service fees shall not be lower than the service fees of similar financial services offered by Finance Company to the Group or other independent third parties under the same conditions.

Historical transaction amounts

The actual transaction amounts under the 2023 Financial Service Framework Agreement for the years ended 31 December 2024 and 31 December 2025 and the six months ended 30 June 2026 are as follows:

	For the year ended 31 December 2024	For the year ended 31 December 2025	For the six months ended 30 June 2026
Highest daily balance of comprehensive credit services provided by Finance Company to Energy Group and its subsidiaries	RMB3.553 billion	RMB3.380 billion	RMB3.159 billion
Service fees of other financial services provided by Finance Company to Energy Group and its subsidiaries	RMB65.0 thousand	RMB140.4 thousand	RMB38.9 thousand

Note: The actual transaction amount for the year ending 31 December 2026 is not expected to exceed the annual cap under the 2023 Financial Service Framework Agreement.

The annual caps under the 2023 Financial Service Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026 are as follows:

	For the year ended 31 December 2024	For the year ended 31 December 2025	For the year ending 31 December 2026
Cap of the highest daily balance of comprehensive credit services provided by Finance Company to Energy Group and its subsidiaries	RMB3.89 billion	RMB3.89 billion	RMB3.89 billion
Cap of the service fees of other financial services provided by Finance Company to Energy Group and its subsidiaries	RMB30 million	RMB30 million	RMB30 million

Annual caps and basis for determination

The total annual transaction amounts under the Financial Service Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029 shall not exceed the following caps:

	For the year ending 31 December 2027	For the year ending 31 December 2028	For the year ending 31 December 2029
Cap of the highest daily balance of comprehensive credit services provided by Finance Company to Energy Group and its subsidiaries	RMB4.8 billion	RMB4.8 billion	RMB4.8 billion
Cap of the service fees of other financial services provided by Finance Company to Energy Group and its subsidiaries	RMB30 million	RMB30 million	RMB30 million

The annual caps above were determined after taking into account the following:

(1) In terms of comprehensive credit services to be provided by Finance Company to Energy Group and its subsidiaries, the main basis for determining annual caps is the current business scale of Finance Company and the demand for loans of Energy Group and its subsidiaries. In particular, in terms of the current business scale of Finance Company, the annual cap for comprehensive credit services of RMB4.8 billion only accounts for 13.6% of the cash and bank balances of Finance Company as at 31 December 2025, and such annual cap is within a reasonable range in view of the business scale of Finance Company. In terms of the demand for loans of Energy Group and its subsidiaries, in recent years, the financing demand of Energy Group and its subsidiaries has been basically unchanged. Based on the above historical transaction amount, the utilisation rate of the annual caps under the 2023 Financial Service Framework Agreement for the years ended 31 December 2024 and 31 December 2025 and for the six months ended 30 June 2026 was approximately 91.3%, 86.9% and 81.2%, respectively. In conclusion, it is estimated that the demand of Energy Group and its subsidiaries for financing services to be provided by Finance Company will basically remain unchanged in the next three years.

(2) In terms of other financial services to be provided by Finance Company to Energy Group and its subsidiaries, as Finance Company holds a full suite of licenses for financial business and can provide various financial services such as proprietary loans, entrusted loans, notes discounting and acceptance, bonds underwriting, non-financing letter of guarantees and financial consulting, credit testimony and consulting and agency services, it is capable of meeting the various financial

service demands of Energy Group and its subsidiaries for various financial services, and the provision of other financial services by Finance Company to them shall be conducive to expanding Finance Company's business scale and maintaining stable business income. From 2024 to the present, other financial services provided by Finance Company to Energy Group and its subsidiaries mainly focus on business areas of entrusted loans, letter of guarantees and notes, and a total of 396 entrusted loans, 54 bill acceptances and 1,949 letters of guarantees were issued. Considering that the demand for other financial services of Energy Group and its subsidiaries will remain basically unchanged, the annual cap of service fees of other financial services provided as stipulated in the Financial Service Framework Agreement is RMB30 million.

Reasons for and benefits of entering into the Financial Service Framework Agreement

Given that the transaction terms of the financial services to be provided by Finance Company to Energy Group and its subsidiaries pursuant to the Financial Service Framework Agreement will be no less favorable than the transaction terms of similar services provided by Finance Company to the Group or other independent third parties, the provision of financial services by Finance Company to Energy Group and its subsidiaries will be conducive to consolidating the operational stability of Finance Company and thereby further enhancing the overall profitability of the Group. The arrangements under the Financial Service Framework Agreement will enable the Group to centralize the deposited funds to a certain extent, which will facilitate the deployment of the Group's funds and strengthen the Group's bargaining power.

1.2 Financial Leasing Service Framework Agreement

Date

28 August 2026

Parties

The Company (as the service recipient); and

Financial Leasing Company (as the service provider)

Major terms

Pursuant to the Financial Leasing Service Framework Agreement, Financial Leasing Company shall provide various financial leasing services to the Group, including direct leasing services, sale and leaseback services and relevant financial, advisory and other services permitted by laws and regulations:

(1) Direct leasing services: Financial Leasing Company shall purchase leasing assets from suppliers at the request of the Group, and then lease such assets to the Group. The Group shall pay the corresponding rent to Financial Leasing Company in return;

(2) Sale and leaseback services: Financial Leasing Company shall purchase leasing assets from the Group, and then lease such assets back to the Group. The Group shall pay the corresponding rent to Financial Leasing Company. Upon expiry of the lease term, the Group shall pay the residual purchase price to Financial Leasing Company to repurchase the leasing assets;

(3) Relevant financial, advisory and other services permitted by laws and regulations.

For the above direct leasing services, sale and leaseback services and relevant financial, advisory and other services, the Group shall enter into relevant specific implementation agreements with Financial Leasing Company in accordance with the Financial Leasing Service Framework Agreement.

Term

The term of the Financial Leasing Service Framework Agreement is three years, i.e. from 1 January 2027 to 31 December 2029.

Pricing policy

The services to be provided by Financial Leasing Company to the Group are subject to the following pricing principles:

(1) Direct leasing services and sale and leaseback services: the rent for financial leasing comprises the principal for financial leasing and lease interest. The principal shall be the total consideration of leasing assets purchased by Financial Leasing Company. The lease interest rate shall be determined with reference to: (a) the Loan Prime Rate (LPR) published by the National Inter-bank Funding Center as authorised by the PBOC; (b) the financing costs of financial leasing services provided by Financial Leasing Company (inclusive of interest and other charges); and (c) not higher than the financing cost of independent third-party financial leasing companies in the PRC providing services of the same or similar nature (as determined based on comprehensive after-tax internal rate of return); and

(2) Relevant financial, advisory and other services: the consideration shall be mutually agreed between the parties based on the scope of services and with reference to relevant comparable fees charged by third parties, and shall be no less favourable than the relevant terms offered to the Group by an independent third party.

Historical transaction amounts

The actual transaction amounts under the 2023 Financial Leasing Service Framework Agreement for the years ended 31 December 2024 and 31 December 2025 and the six months ended 30 June 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the six months ended 30 June 2026**
Provision of direct leasing services by Financial Leasing Company to the Group	RMB696 million	RMB80 million	RMB nil
Provision of sale and leaseback services by Financial Leasing Company to the Group	RMB411 million	RMB429 million	RMB479 million
Provision of other consulting services related to financial leasing by Financial Leasing Company to the Group	RMB15.00 million	RMB nil	RMB nil

Notes:

(1) The actual transaction amount for the year ending 31 December 2026 is not expected to exceed the annual cap under the 2023 Financial Leasing Service Framework Agreement.

(2) As regards to the provision of direct leasing services by Financial Leasing Company to the Group, in accordance with IFRS 16, the direct lease for which the Group as the lessee under the 2023 Financial Leasing Service Framework Agreement will be recognised as right-of-use assets, and the historical transaction amounts are calculated based on the total additional amount of the newly-added right-of-use assets of the year for the direct lease transaction during the year.

(3) As regards to the provision of sale and leaseback services by Financial Leasing Company to the Group, the historical transaction amounts are calculated based on the maximum outstanding balance payable to Financial Leasing Company by the Group for the sale and leaseback services under the 2023 Financial Leasing Service Framework Agreement (including outstanding principal, interest, handling fees and other charges, if any).

(4) As regards to the provision of other consulting services related to financial leasing by Financial Leasing Company to the Group, the historical transaction amounts are calculated based on the total service fees payable to Financial Leasing Company by the Group for other consulting services related to financial leasing under the 2023 Financial Leasing Service Framework Agreement.

The annual caps under the 2023 Financial Leasing Service Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the year ending 31 December 2026**
Provision of direct leasing services by Financial Leasing Company to the Group	RMB2.5 billion	RMB2.5 billion	RMB2.5 billion
Provision of sale and leaseback services by Financial Leasing Company to the Group	RMB2.0 billion	RMB2.0 billion	RMB2.0 billion
Provision of other consulting services related to financial leasing by Financial Leasing Company to the Group	RMB50 million	RMB50 million	RMB50 million

Notes:

(1) As regards to the provision of direct leasing services by Financial Leasing Company to the Group, in accordance with IFRS 16, the direct lease for which the Group as the lessee under the 2023 Financial Leasing Service Framework Agreement will be recognised as right-of-use assets, and the annual caps are determined based on the expected total additional amount of the newly-added right-of-use assets of the year for the direct lease transaction during the year.

(2) As regards to the provision of sale and leaseback services by Financial Leasing Company to the Group, the annual caps are determined based on the expected maximum outstanding balance payable to Financial Leasing Company by the Group for the sale and leaseback services under the 2023 Financial Leasing Service Framework Agreement (including outstanding principal, interest, handling fees and other charges, if any).

(3) As regards to the provision of other consulting services related to financial leasing by Financial Leasing Company to the Group, the annual caps are determined based on the expected total service fees payable to Financial Leasing Company by the Group for other consulting services related to financial leasing under the 2023 Financial Leasing Service Framework Agreement.

Annual caps and basis for determination

The total annual transaction amounts under the Financial Leasing Service Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029 shall not exceed the following caps:

	For the year ending 31 December 2027	**For the year ending 31 December 2028**	**For the year ending 31 December 2029**
Provision of direct leasing services by Financial Leasing Company to the Group	RMB1.5 billion	RMB1.5 billion	RMB1.5 billion
Provision of sale and leaseback services by Financial Leasing Company to the Group	RMB2.0 billion	RMB2.0 billion	RMB2.0 billion
Provision of relevant financial, advisory and other services by Financial Leasing Company to the Group	RMB30 million	RMB30 million	RMB30 million

Notes:

(1) As regards to the provision of direct leasing services by Financial Leasing Company to the Group, in accordance with IFRS 16, the direct lease for which the Group as the lessee under the Financial Leasing Service Framework Agreement will be recognised as right-of-use assets, and the annual caps are determined based on the expected total additional amount of the newly-added right-of-use assets of the year for the direct lease transaction during the year.

(2) As regards to the provision of sale and leaseback services by Financial Leasing Company to the Group, the annual caps are determined based on the expected maximum outstanding balance payable to Financial Leasing Company by the Group for the sale and leaseback services under the Financial Leasing Service Framework Agreement (including outstanding principal, interest, handling fees and other charges, if any).

(3) As regards to the provision of relevant financial, advisory and other services by Financial Leasing Company to the Group, the annual caps are determined based on the expected total service fees payable to Financial Leasing Company by the Group for other financial, advisory and services under the Financial Leasing Service Framework Agreement.

The annual caps above were determined after taking into account the following:

(1) The historical transaction amounts for direct leasing services, sale and leaseback services and other consulting services related to financial leasing provided by Financial Leasing Company to the Group;

(2) With regard to direct leasing services, the primary consideration is the potential financing needs for the Group's new construction projects. In 2024, Financial Leasing Company provided direct financing lease funds of RMB598 million for the Yingcheng compressed air energy storage project and the Tai'an compressed air energy storage project invested and constructed by the Group. Therefore, in order to satisfy the transactional needs and ensure the normal operation of the Group's businesses in the future, the Company reserved a cap of RMB1.5 billion;

(3) With regard to sale and leaseback services, the primary consideration is Financial Leasing Company's strategic business realignment from 2026. Focusing on the Group's internal market, Financial Leasing Company will provide member enterprises with accounts receivable risk mitigation, financing structure optimisation and liquidity support through sale-and-leaseback arrangements. One project has already been implemented, and several prospective projects are in the pipeline; it is anticipated that the outstanding balance of sale-and-leaseback transactions will exceed RMB1 billion by the end of 2026, and will maintain a sustained growth trend going forward;

(4) With regard to relevant financial, advisory and other services, all relevant businesses in respect of the originator agent and asset service institution under the shelf, previously carried out by Beijing Nengjian Guohua Commercial Factoring Co., Ltd., have been transferred to Financial Leasing Company. Financial Leasing Company, as the asset service institution, will charge corresponding financial service fees to the Group regarding thereof. The Company expects that, following the take-over of the core functions for the aforesaid asset revitalization, the service fees to be charged by Financial Leasing Company to the Group in the course of conducting relevant businesses will probably be RMB30 million.

Reasons for and benefits of entering into the Financial Leasing Service Framework Agreement

The transaction conditions for provision of financial leasing services by Financial Leasing Company to the Group pursuant to the Financial Leasing Service Framework Agreement will be no less favorable than the transaction conditions of similar services offered by independent third party(ies) to the Group. The Group has a good cooperative relationship with Financial Leasing Company and both parties understand the operational plans, quality control and several requirements of each other. The provision of financial leasing services by Financial Leasing Company to the Group can effectively satisfy the financing needs of the Group, support the development of the Group's principal businesses, and collectively prevent and control relevant business risks through various risk management and control measures with the members of the Group, which enables the Group to optimize financial business management, diversify financing channels, enhance capital utilisation efficiency, reduce investment costs and investment risks and maximize the overall benefits of capital management.

1.3 Private Fund Service Framework Agreement

Date

28 August 2026

Parties

The Company (as the service recipient); and

Fund Company (as the service provider)

Major terms

Pursuant to the Private Fund Service Framework Agreement, Fund Company shall provide private fund subscription services to the Group: the Group subscribes for fund units in private funds managed by Fund Company as a fund manager or general partner.

For the above private fund subscription services, the Group shall enter into relevant specific implementation agreements with Fund Company pursuant to the Private Fund Service Framework Agreement.

Term

The term of the Private Fund Service Framework Agreement is three years, i.e. from 1 January 2027 to 31 December 2029.

Pricing policy

The private fund subscription services to be provided by Fund Company to the Group are subject to the following pricing principles: the Group and all other subscribers to the private funds shall subscribe for related types of private fund units based on the calculation method of "fund subscription amount = fund subscription units x fund par value"; apart from the fund subscription amount, the Group shall not pay any additional subscription fees. In the process of investment and operation of private funds, the management fees of Fund Company shall be deducted from the investment income according to specific agreements, and the related management fees shall refer to the relevant standards of the Asset Management Association of China ("**AMAC**") and shall not be higher than the market rates charged by independent third-party fund management companies for similar projects.

Historical transaction amounts

The actual transaction amounts under the 2023 Private Fund Service Framework Agreement for the years ended 31 December 2024 and 31 December 2025, and for the six months ended 30 June 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the six months ended 30 June 2026**
Amounts of the fund units subscribed by the Group from Fund Company	RMB1.0 billion	RMB1.985 billion	RMB nil

Notes:

(1) The actual transaction amount for the year ending 31 December 2026 is not expected to exceed the annual cap under the 2023 Private Fund Service Framework Agreement.

(2) Historical transaction amounts refer to the amounts in RMB paid for the subscription of fund units.

The annual caps under the 2023 Private Fund Service Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026 are as follows:

	For the year ended 31 December 2024	For the year ended 31 December 2025	For the year ending 31 December 2026
Amounts of the fund units subscribed by the Group from Fund Company	RMB3.89 billion	RMB3.89 billion	RMB3.89 billion

Note: Annual caps refer to the amounts in RMB paid for the subscription of fund units.

Annual caps and basis for determination

The total annual transaction amounts under the Private Fund Service Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029 shall not exceed the following caps:

	For the year ending 31 December 2027	For the year ending 31 December 2028	For the year ending 31 December 2029
Amounts of the fund units subscribed by the Group from Fund Company	RMB4.8 billion	RMB4.8 billion	RMB4.8 billion

Note: Annual caps refer to the amounts in RMB paid for the subscription of fund units.

The annual caps above were determined after taking into account the following:

(1) The historical transaction amounts relating to the Group's subscription for fund units from Fund Company;

(2) To further coordinate the Group's resources and optimize their allocation, and improve the efficiency of capital utilization, the Company expects to scale up business dealings with Fund Company. Accordingly, the Company shall reserve a reasonable transaction cap to ensure the normal conduct of the Group's regular supporting services.

Details related to subscription of the fund units

(1) Underlying investment scope and nature of the fund units

Pursuant to the Private Fund Service Framework Agreement, the main investment scope of the fund units to be subscribed by the Group includes: infrastructure projects (for instance, urban infrastructure including toll expressways), new energy projects (photovoltaic, wind power, hydropower, hydrogen energy, etc.), scientific and technological innovation projects and M&A projects related to the principal businesses of the Group.

The fund types comprise infrastructure funds, new energy funds, scientific and technological innovation funds. Among them, for infrastructure projects, the expected fund units to be subscribed by the Group will be approximately RMB1.0 billion to RMB1.5 billion; for new energy fund projects, the expected fund units to be subscribed by the Group will be approximately RMB1.0 billion to RMB2.0 billion; and for scientific and technological innovation projects and others, the expected fund units to be subscribed by the Group will be approximately RMB0.5 billion to RMB1.5 billion. The above relevant data of fund units to be subscribed are estimated figures and shall be subject to actual circumstances. The total annual subscription amount of all funds shall not exceed the relevant annual caps under the Private Fund Service Framework Agreement.

The relevant projects/assets proposed to be invested through fund units are all located in Chinese Mainland, and are in the infrastructure, new energy or technology industry.

The relevant projects/assets proposed to be invested through fund units are mainly equity investments in various project companies. The funds proposed to be subscribed by the Group may further invest in equity interests of sub-funds or project companies. The relevant projects/assets mainly comprise the construction projects included in the government PPP project pool, as well as equity interests of upstream and downstream enterprises along the new energy industry chain and scientific and technological innovation enterprises. Following the Group's subscription for the fund units, the relevant funds shall make further capital contributions. By holding equity interests in PPP project companies, the Group can fully and reasonably utilise relevant information when such project companies entrust external construction works, which facilitates the Group to secure construction contracts for the relevant projects. Investing in companies across the upstream and downstream segments of the new energy industry chain will promote the coordinated development of the Group's new energy industry chain; participating in scientific and technological innovation, tackling key technological challenges and advancing the commercialisation of scientific and technological achievements will contribute to the high-quality development of the Group.

The funds that the Group proposes to subscribe under the Private Fund Service Framework Agreement will focus on the functional orientation of serving the development of the Group's principal businesses. All funds for subscription of fund units will be invested in projects related to the Group's principal businesses so as to support the investment and development of the Group's principal businesses.

(2) Assessment on fund units to be subscribed and related mechanism

Pursuant to the relevant provisions of private fund investment of the PRC, the subscribed funds shall not guarantee the safety of investment principal or a guaranteed minimum rate of return. The investment projects of the funds to be subscribed by the Company are implemented after strictly performing the Company's investment decision-making procedures (i.e. investment management committee – chairman's office – Board meeting (if necessary) – general meeting (if necessary), please refer to paragraphs below for details) in accordance with relevant provisions of the Company's investment management, and their rates of return shall satisfy the relevant investment requirements of the Company.

As to the specific projects that the fund intends to invest, it depends on the specific fund that the Company proposes to subscribe for. On the one hand, the Company will consider the projects that the Company has tracked and the fund investment direction of which is fairly specific when subscribing for certain fund units, and the actual investment direction and decision-making of the fund will be determined pursuant to the provisions of the fund agreement. On the other hand, for some funds to be subscribed by the Company, the scope and type of certain projects will be selected and screened by the fund pursuant to the provisions of the fund agreement. In this case, the projects invested by the fund are not specific.

The fund to be subscribed by the Company will be paid at the time of fund establishment, and will be subscribed at the price of RMB1 per fund unit. The investment management committee of the Company will conduct comprehensive appraisal and decision-making for invested projects, including assessment of the return of investment of projects, construction units of the Company driven by relevant investment and related yields, etc. The investment projects of funds to be subscribed by the Company are projects after strictly implementation of the Company's investment and decision-making procedures in compliance with relevant investment and management requirements of the Company, and their rate of return shall satisfy the relevant investment requirements of the Company. The financial rate of return of the capital after tax of the invested projects is generally not lower than the debt financing cost of the Company with the same or similar term. The size of the fund units that the Company intends to subscribe for will be comprehensively determined based on the factors, including the specific targets and number of projects, development planning, fund requirements, specific construction requirements of the projects, and the construction scale of the projects that the Company intends to undertake.

The Company shall make investment decisions on the fund units to be subscribed by the Company based on internal investment requirements. The funds shall be subscribed for in strict accordance with the implementation procedures as required in the Investment Administrative Measures of China Energy Engineering Corporation Limited. The investment decisions of the Company shall be subject to unified management and classified and hierarchical approval. The Company has tertiary investment decision-making bodies: namely the general meeting, the Board of Directors and the chairman's office, which shall be strictly applied in accordance with the requirements of the Articles of Association, applicable laws and regulations and the Listing Rules, and the Company shall conduct investment activities within the scope of approved authorization. Generally, the external investment (i.e. the business behaviour of the Company and its subsidiaries to make external investment to form assets and further obtain economic returns with monetary capital, equity and appraised physical or intangible assets as costs or expenses) with the transaction amount not exceeding 10% of the Company's audited net assets in the latest period shall be submitted to the Company's office meeting for approval, and the external investment with the transaction amount exceeding 10% but not more than 50% of the Company's audited net assets in the latest period shall be submitted to the Board of Directors for approval; and the external investment with transaction amount exceeding 50% of the Company's audited net assets in the latest period shall be submitted to the general meeting of the Company for approval; on this basis, if there are more stringent governance requirements of applicable laws and regulations, Listing Rules and the Articles of Association, the Company shall strictly perform the decision-making procedures.

(3) Details related to the investment decision-making body of the Company

The investment management committee consists of the deputy general manager of the Company in charge of investment and the heads of each of finance, audit, legal, securities, market, international, project management and other relevant departments of the Company. Upon the formation of proposed opinions, in accordance with the approval authority, the investment management committee shall submit the proposal to the chairman's office, the Board meeting (if necessary) and the general meeting (if necessary) of the Company for consideration and approval.

All the members of the investment management committee are the management members with extensive experience in the industry and different professional expertise backgrounds who are familiar with the principal businesses and corporate management of the Company. The Company has considered the professional skills and experience of members when establishing the investment management committee, and has set the approval authority with tiered thresholds corresponding to investment amounts to control the decision-making risks. Within the authority granted to the investment management committee, the Directors are of the view that the investment management committee is able to render proper decisions which are reasonable and consistent with the overall interests of the Company. For the projects that are submitted by the investment management committee to and determined by the chairman's office, the chairman will also report to all Directors in a timely manner through regular reports, various special report meetings, communication meetings between the chairman and Directors and other channels.

The chairman's office comprises all senior management members of the Company as disclosed in the annual report of the Company in addition to the chairman, as well as the chief engineers, assistants to the general managers, chief economists and other management personnel of the Company. Its members possess expertise covering finance, audit, legal affairs, securities, marketing, international business and project management, and have extensive corporate management experience.

When considering the Company's external investment, the chairman's office will conduct a comprehensive assessment of the risks and returns of the investment, and review various opinions formed by the investment management committee, including whether the investment of the fund targets sectors connected with the Company's core construction and contracting business, and whether the investment projects of the funds can facilitate the Company to secure construction and contracting contracts, whether the return of the investment of the funds and the accumulated comprehensive income of the construction and contracting income of the Company meet the requirements of the Company's expected investment return, and whether the risks of the funds and projects can be reasonably controlled.

Experience and expertise of Fund Company and fund managers

Fund Company is registered as a fund manager with the Asset Management Association of China. It was established in December 2018 with registered capital of RMB50 million. It is a state-owned holding company initiated and established by Energy Group (a super large energy construction company directly managed by the SASAC of the State Council). It is committed to becoming a leading domestic industrial investment fund management company in the infrastructure construction sector. Centered on the development and transformation and upgrading needs of principal businesses of the Company, it provides the Company with an industrial fund business platform, integrating industrial fund management, investment and financing consulting and equity investment management.

Fund Company is an important part of the Company's financial sector. Pursuant to the Company's arrangements, it is responsible for coordinating and developing the Group's industrial fund business – the entire process of fund raising and establishment, investment, management, exit and liquidation; it also assists the Group in centralized management of industrial funds such as establishing and improving the management system of industrial funds, tracking fund dynamics, and monitoring risks. As of the end of June 2026, it had 24 funds under management, the size of the subscribed funds was RMB10.884 billion, and the actual paid-in capital was RMB10.197 billion.

Biographical details of key senior management:

Mr. Liu Xuemin (劉學民) (chairman of Fund Company): Mr. Liu holds a master's degree, and is a senior economist. He served in many positions, including the general manager of Finance Company and the general manager of Financial Leasing Company.

Mr. Ding Shulai (丁暑來) (deputy general manager of Fund Company): Mr. Ding holds a bachelor's degree, and is a senior economist. He served in many positions, including the general manager of the financial department of Financial Leasing Company.

Experience and expertise of independent third-party fund management companies and fund managers

Where Fund Company acts as a general partner and another independent third-party fund management company serves as the fund manager, the Company will select other qualified independent third-party fund management companies whose professional qualifications and operational capabilities are no less than those of Fund Company as its cooperation partners.

Independent third-party fund management companies shall meet relevant requirements of the AMAC for private fund managers, including: they shall complete the filing and registration with the AMAC, and abide by the AMAC's self-discipline rules; they shall maintain sound financial condition with a clear and stable capital structure; their shareholders, partners and actual controllers maintain good credit records; ensure their controlling shareholders, de factor controllers and general partners shall have relevant experience; their senior management members shall maintain sound credit records, and possess professional competence suitable for the position and relevant required work experience; they shall have robust internal governance structures, comprehensive risk control and compliance systems and conflict of interest prevention mechanisms; they shall possess a compliant name, business scope, business premise and fund management business related facilities.

The fund managers of an independent third-party fund management company shall meet the fund qualifications and practice conditions stipulated by the China Securities Regulatory Commission and the AMAC; they shall have more than 5 years of working experience in equity investment and management or related industry management, as well as the requisite investment and management performance. The persons-in-charge of compliance and risk control of an independent third-party fund management company shall have more than 3 years of working experience in legal, accounting, auditing, supervision, review, or compliance, risk control, regulatory and self-discipline management in the asset management industry, and shall not engage in investment and management business or concurrently serve other positions in conflict with the duties of compliance and risk control.

Reasons for and benefits of entering into the Private Fund Service Framework Agreement

The trading conditions for the provision of private fund services by Fund Company to the Group under the Private Fund Service Framework Agreement will be on terms no less favorable than the trading conditions for the provision of similar services to the Group by independent third parties. Fund Company is a fund company established and validly existing in accordance with laws, and has extensive experience of fund related services and strong risk control capabilities. The Group has maintained a good cooperative relationship with Fund Company, and understands the operation plans of each other, quality control and several requirements of each other. The execution of the Private Fund Service Framework Agreement is conducive to enabling the Group to optimize financial business management, improving capital utilisation efficiency, reducing investment costs and investment risk and maximize the benefits of investment and financing.

In respect of the investment and construction of specific relevant projects/assets, through the subscription of the fund units[1], the Group can attract funds from qualified external investors (other public capital parties), reduce the dependence on its own funds, and thereby drive the development of the principal businesses of the Group through a small amount of investment, which can enhance the investment and financing capabilities, diversify investment risks in projects and optimize the capital structure of the Group, and help the Group to maximize the benefits of investment and financing.

1.4 Daily Production and Operation Service Framework Agreement

Date

28 August 2026

---

[1] Pursuant to general specific fund agreement, the Company, as one of the fund investors, together with all other fund investors, shall constitute the general meeting of investors, which shall has the final decision right on the fund's relevant investments. The fund managers shall conduct daily business management of the funds according to the resolutions of the general meeting of investors. For some funds, specific investment targets would be stipulated in the agreement of funds when making subscription; for certain funds, some agreed specific investment targets will be stipulated in fund agreements while some other investment matters are subject to approval at the general meeting of investors; and for a few funds, only investment type and scope are stipulated in fund agreements, but no specific investment projects are stipulated.

Parties

The Company; and

Energy Group

Major terms

Pursuant to the Daily Production and Operation Service Framework Agreement, the Company and its subsidiaries, together with Energy Group and its subsidiaries, agree to provide each other with daily production and operation services, including project survey and design, planning and consulting, engineering and construction, asset transaction agency services, e-platform procurement services and comprehensive services (including integrated IT services, training, property management services, etc.) and other daily services related to the principal businesses.

Term

The term of the Daily Production and Operation Service Framework Agreement is three years, i.e. from 1 January 2027 to 31 December 2029.

Pricing policy

The receipt and provision of services between the Group and Energy Group and its subsidiaries are subject to the following pricing principles:

(1) The related service fees shall be agreed upon following arm's length negotiations between the parties with reference to the following conditions: (a) national and industry pricing standards for each service including but not limited to properties and buildings, roads, water conservancy and hydropower, thermal power, power grids and other industries and local quota standards such as the Construction Survey and Design Fee Standards* (《工程勘查設計收費標準》) promulgated by the National Development and Reform Commission and the Electric Power Construction Engineering Quota and Cost Calculation Rules* (《電力建設工程定額和費用計算規定》) and the Specification and Calculation Basis for Cost Estimate of Onshore Wind Power Projects* (《陸上風電場工程設計概算規定及費用標準》) promulgated by the National Energy Administration; and (b) service prices for similar categories, sizes and under other relevant conditions (if any) offered by two to three independent third parties in the same region; and

(2) Neither party shall use its advantages or position to require or compel the other party to accept any of the conditions that violate the above principles.

(3) The prices and terms of the daily production and operation services provided by the Group to Energy Group and its subsidiaries under the Daily Production and Operation Service Framework Agreement shall be determined in accordance with normal commercial terms, and shall be no less favourable than the prices and terms of similar services provided by the Group to independent third parties. The prices and terms for the daily production and operation services provided by Energy Group and its subsidiaries to the Group shall be determined in accordance with normal commercial terms, and shall be no more favourable than the prices and terms of similar services provided by independent third parties to the Group.

Historical transaction amounts

The actual transaction amounts under the 2023 Daily Production and Operation Service Framework Agreement for the years ended 31 December 2024 and 31 December 2025 and for the six months ended 30 June 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the six months ended 30 June 2026**
Provision of daily production and operation services to the Group by Energy Group and its subsidiaries	RMB170 million	RMB223 million	RMB56 million
Provision of daily production and operation services by the Group to Energy Group and its subsidiaries	RMB207 million	RMB296 million	RMB35 million

Note: The actual transaction amount for the year ending 31 December 2026 is not expected to exceed the annual cap under the 2023 Daily Production and Operation Service Framework Agreement.

The annual caps under the 2023 Daily Production and Operation Service Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the year ending 31 December 2026**
Provision of daily production and operation services to the Group by Energy Group and its subsidiaries	RMB900 million	RMB900 million	RMB900 million

	For the year ended 31 December 2024	For the year ended 31 December 2025	For the year ending 31 December 2026
Provision of daily production and operation services by the Group to Energy Group and its subsidiaries	RMB900 million	RMB900 million	RMB900 million

Annual caps and basis for determination

The total annual transaction amounts under the Daily Production and Operation Service Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029 shall not exceed the following caps:

	For the year ending 31 December 2027	For the year ending 31 December 2028	For the year ending 31 December 2029
Provision of daily production and operation services to the Group by Energy Group and its subsidiaries	RMB500 million	RMB500 million	RMB500 million
Provision of daily production and operation services by the Group to Energy Group and its subsidiaries	RMB500 million	RMB500 million	RMB500 million

The annual caps above were determined after taking into account the following:

(1) The historical transaction amounts relating to the mutual provision of daily production and operation services between the Group and Energy Group and its subsidiaries;

(2) Based on forward-looking assessment of the Company's "15th Five-Year" strategic plan, appropriate flexibility headroom has been reserved. Mainly considering the further deepening of synergies with Energy Group and its subsidiaries in areas such as new energy, international business and strategic emerging industries, reasonable limits are reserved for potential additional connected transactions, so as to better empower the high-quality development of the Company.

Reasons for and benefits of entering into the Daily Production and Operation Service Framework Agreement

The terms of the transactions for the mutual provision of daily production and operation services between the Group and Energy Group and its subsidiaries under the Daily Production and Operation Service Framework Agreement are no less favorable than those for similar transactions between the Group and independent third parties. The Group has established a long-term cooperation relationship with Energy Group and its subsidiaries and understands the operational plans, quality control and certain special requirements of each other. Energy Group and its subsidiaries are familiar with the Group's business operations and procedures, and the provision of services to be provided by Energy Group and its subsidiaries to the Group will improve the operation efficiency and reduce the operation costs and risks of the Group to a great extent. The services to be provided by the Group to Energy Group and its subsidiaries will enable the Group to conduct its business more extensively and fully master the industry development information.

1.5 Property Leasing Framework Agreement

Date

28 August 2026

Parties

The Company (as the lessee); and

Energy Group (as the lessor)

Major terms

The Company has entered into the Property Leasing Framework Agreement with Energy Group, pursuant to which the Group will lease properties from Energy Group and its subsidiaries.

Term

The term of the Property Leasing Framework Agreement is three years, i.e. from 1 January 2027 to 31 December 2029.

Pricing policy

The rents and other fees for the lease of properties by the Group from Energy Group and its subsidiaries are subject to the following pricing principles:

(1) The rents and other fees shall be determined by both parties on normal commercial terms or better terms based on the relevant national laws and regulations and local fair market price (including but not limited to factors like geographical location, standards of construction and surrounding area), and the rents and other fees shall not be higher than those paid by the Group to independent third parties for the lease of similar properties. Both parties will negotiate the rents and other fees separately on the above basis and enter into a specific lease contract thereof;

(2) The specific amount of rent, payment schedule and method will be clearly stipulated in the relevant lease contract;

(3) During the lease period of the specific lease contract, the Group shall bear and pay the daily consumption expenses on its own, such as water bills, electricity charges, communication expenses, heating fees, and gas fees, as well as maintenance and repair expenses, and applicable taxes stipulated under the tax laws, such as property tax and land use tax;

(4) Under the specific lease contract, if the Group requests to extend the compensated occupation term after the expiry of the lease term agreed by both parties, the rents of the lease properties shall be adjusted after the negotiation of both parties with reference to the historical and prevailing market prices. However, the adjusted price shall not be higher than the market price confirmed by an independent valuer, and the cost of engaging such independent valuer shall be borne by the Group; and

(5) During the validity of the Property Leasing Framework Agreement, both parties may negotiate and adjust the rent and other fees and payment method of the target property based on market price, usage and other conditions.

Historical transaction amounts

The actual transaction amounts under the 2023 Property Leasing Framework Agreement for the years ended 31 December 2024 and 31 December 2025 and for the six months ended 30 June 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the six months ended 30 June 2026**
Lease amount of properties leased by the Group from Energy Group and its subsidiaries (including the aggregate amount of right-of-use assets and lease payment in respect of relevant leases)	RMB125 million	RMB141 million	RMB76 million

Notes:

(1) The actual transaction amount for the year ending 31 December 2026 is not expected to exceed the annual cap under the 2023 Property Leasing Framework Agreement.

(2) The historical transaction amounts are the aggregate amount of the right-of-use assets and property lease payment in respect of the new leases entered into under the Property Leasing Framework Agreement.

The annual caps under the 2023 Property Leasing Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026 are as follows:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the year ending 31 December 2026**
Annual cap for properties leased by the Group from Energy Group and its subsidiaries (including the aggregate amount of right-of-use assets and lease payment in respect of relevant leases)	RMB500 million	RMB500 million	RMB500 million

Note: The above amounts are the aggregate amount of the right-of-use assets and property lease payment in respect of the new leases entered into under the 2023 Property Leasing Framework Agreement for the years ended/ending 31 December 2024, 31 December 2025 and 31 December 2026.

Annual caps and basis for determination

The total annual transaction amounts under the Property Leasing Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029 shall not exceed the following caps:

	For the year ending 31 December 2027	For the year ending 31 December 2028	For the year ending 31 December 2029
Annual cap for properties leased by the Group from Energy Group and its subsidiaries (including the aggregate amount of right-of-use assets and lease payments involved in relevant leases)	RMB500 million	RMB200 million	RMB200 million

Note: Each annual cap amount is the aggregate amount of the right-of-use assets and property lease payment in respect of the new leases entered into under the Property Leasing Framework Agreement for the years ending 31 December 2027, 31 December 2028 and 31 December 2029.

Those annual caps above were determined after taking into account the following:

(1) The historical transaction amounts relating to the Group's leasing of properties from Energy Group and its subsidiaries;

(2) Taking into account that long-term leases are generally signed for a three-year term, the total amount for the entire lease term should be included in the total amount of connected transactions in the first year, resulting in a relatively high amount for that year;

(3) The relocation of offices, warehouses and plants to other sites will incur unnecessary business interruption and related costs to the Group. To strengthen business synergies with Energy Group and better empower the Company's development, the Company expects to expand the leasing scale with Energy Group and its subsidiaries. Furthermore, Energy Group and its subsidiaries understands the Group's requirements for offices and properties for warehousing and manufacturing purposes better than other independent third parties. Therefore, the continuation of the above transactions by the Group is conducive to ensuring smooth operation and saving costs.

Reasons for and benefits of entering into the Property Leasing Framework Agreement

The rents and other fees for the lease of the properties by the Group from Energy Group and its subsidiaries under the Property Leasing Framework Agreement are not higher than those paid by the Group to independent third parties for the lease of similar properties. As the Company will incur unnecessary business interruption and related costs due to the relocation of offices, warehouses and plants to other sites, the renewal of the Property Leasing Framework Agreement could extend the 2023 Property Leasing Framework Agreement between the Group and Energy Group and its subsidiaries, and meet the future business requirements of the Group from time to time, which is beneficial for the business development of the Group. Besides, Energy Group and its subsidiaries understand the Group's requirements for offices and properties for warehousing and manufacturing purposes better than independent third parties, the continuation of the above transactions by the Group will ensure smooth operations and cost savings. In addition, the rental payments under the relevant leases are consistent with or even better than the market rent of adjacent comparable properties leased from Energy Group and its subsidiaries. In summary, the Directors consider that the renewal of the Property Leasing Framework Agreement is in the interests of the Company and its Shareholders as a whole.

2. INTERNAL MANAGEMENT PROCEDURES FOR CONTINUING CONNECTED TRANSACTIONS

The Company will endeavour to carry out adequate supervision over the terms, actual transaction amounts and corresponding annual caps of the transactions contemplated under the New Continuing Connected Transaction Framework Agreements with a view to ensuring that necessary measures for compliance with applicable requirements under the Listing Rules will be promptly taken:

(1) For the transactions contemplated under each of the New Continuing Connected Transaction Framework Agreements, the Company will obtain the transaction terms and fee levels of no less than two independent third parties in the market through regular enquiry, participation in industrial activities and communication as a market participant.

(2) Besides, the Company has formulated a series of measures and policies, including contract policy, project management policy, connected transaction management measures, to ensure that the transactions contemplated under the New Continuing Connected Transaction Framework Agreements are conducted in accordance with the framework agreements and their respective pricing policies.

- The transactions contemplated under the New Continuing Connected Transaction Framework Agreements will be approved on an as-needed basis by the audit committee of the Board, the Board and/or several internal departments of the Company (including but not limited to the finance department and the audit and supervision department of the Company) in the form of annual plans and unplanned matters, etc., to urge the subsidiaries of the Company to comply with the requirements under the framework agreements and general market practice when entering into specific transactions and not to deviate from the terms of the New Continuing Connected Transaction Framework Agreements. The audit committee of the Board and relevant departments of the Company will also regularly monitor the implementation of framework agreements and the progress of transactions in accordance with the connected transaction management measures of the Company.

- The Company continuously monitors the transactions contemplated under the New Continuing Connected Transaction Framework Agreements, and the finance department of the Company will calculate, summarize and report the actual transaction amounts to the office of the Board on a quarterly basis. The securities department of the Company examines the transactions contemplated under the New Continuing Connected Transaction Framework Agreements semi-annually.

- The Group has formulated systems such as proprietary loan management measures, compliance management measures for financial leasing business and management measures for fund business ("**these measures and systems**"). Among them, (a) as for the Financial Service Framework Agreement, these measures and systems have clearly specified the qualifications of lenders (including gearing ratio, credit status and use of funds) and the requirements of process of granting loans (including the requirements of the review process of various materials, and that loans can be only granted when the supporting documents such as use of funds are complete, etc.); (b) as for the Financial Leasing Service Framework Agreement, these measures and systems have clearly specified the qualification of lessees, compliance of leased subjects, use of funds and project loans and post-tenancy management, etc.; (c) as for the Private Fund Service Framework Agreement, these measures and systems have clearly specified the full-cycle management such as the investors' qualification, establishment of funds, fund raising, investment and management, and fund exit.

- The Group has internal regulations for various risk sorting and prevention systems, which comprehensively and effectively prevent the occurrence of capital risks. As for the transactions related to the Group's procurement under the Daily Production and Operation Service Framework Agreement, the Property Leasing Framework Agreement and the New Continuing Connected Transaction Framework Agreements, the Company has strictly stipulated in the Invitation of Tender Management Measures of China Energy Engineering Corporation Limited that engineering procurement amounting to more than RMB4 million and service procurement amounting to more than RMB1 million must adopt tender procurement in order to ensure that the renewed continuing connected transactions are fair and reasonable and on normal commercial terms. Moreover, the Company has set the evaluation index for online procurement rate and promoted the online procurement based on the centralized procurement platform of the Company to ensure the fairness and reasonableness of transactions; as for non-tender procurement, the Company requires to fully use the price information database of the procurement platform of the Company to carry out statistics and analysis on the procurement price, and to effectively reduce procurement costs on the premise of maintaining procurement quality.

(3) Our independent non-executive Directors have also reviewed the New Continuing Connected Transaction Framework Agreements and will continue to review the implementation of the New Continuing Connected Transaction Framework Agreements to ensure the transactions contemplated under the New Continuing Connected Transaction Framework Agreements are entered into on normal commercial terms, are fair and reasonable, and are carried out pursuant to the terms of the New Continuing Connected Transaction Framework Agreements. The auditor of the Company will also conduct annual review on the pricing policies and annual caps of the continuing connected transactions.

3. CONFIRMATION OF THE DIRECTORS

The Board has considered and approved the resolution relating to the New Continuing Connected Transaction Framework Agreements and their annual caps. Since Mr. Ni Zhen and Mr. Huang Pu, Directors of the Company, are also directors of Energy Group, they have been considered to have material interest in the New Continuing Connected Transaction Framework Agreements and the respective transactions contemplated thereunder. Mr. Ni Zhen and Mr. Huang Pu have abstained from voting at the Board meeting on the resolution approving the New Continuing Connected Transaction Framework Agreements and their annual caps in accordance with the requirements of the Listing Rules. Save as disclosed above, none of the Directors has material interest in the New Continuing Connected Transaction Framework Agreements and the respective transactions contemplated thereunder.

The Directors (including the independent non-executive Directors) are of the view that the terms of the New Continuing Connected Transaction Framework Agreements and their annual caps are determined on normal commercial terms in the ordinary course of business of the Company, are fair and reasonable and are in the interests of the Company and Shareholders as a whole.

4. LISTING RULES IMPLICATIONS

As of the date of this announcement, Energy Group directly and indirectly holds approximately 42.82% of the issued share capital of the Company and is the controlling shareholder of the Company, and accordingly constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Each of Financial Leasing Company and Fund Company is a subsidiary of Energy Group, and each also constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the New Continuing Connected Transaction Framework Agreements and the respective transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

4.1 Financial Service Framework Agreement

The provision of deposit services by Finance Company to Energy Group and its subsidiaries will constitute the receipt of financial assistance by the Group from its connected persons. Pursuant to Rule 14A.90 of the Listing Rules, since Finance Company provides deposit services to Energy Group and its subsidiaries on normal commercial terms and no assets of the Group are provided as security, the provision of deposit services is fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

The provision of comprehensive credit services by Finance Company to Energy Group and its subsidiaries will constitute the provision of financial assistance by the Group to its connected persons. As the highest applicable percentage ratio in respect of the comprehensive credit services to be provided by Finance Company to Energy Group and its subsidiaries is more than 0.1% but less than 5%, the provision of comprehensive credit services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of other financial services to be provided by Finance Company to Energy Group and its subsidiaries is less than 0.1%, the provision of other financial services is fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

4.2 Financial Leasing Service Framework Agreement

As the highest applicable percentage ratio in respect of the direct leasing services to be provided by Financial Leasing Company to the Group is more than 0.1% but less than 5%, the provision of direct leasing services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of the sale and leaseback services to be provided by Financial Leasing Company to the Group is more than 0.1% but less than 5%, the provision of sale and leaseback services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of relevant financial, advisory and other services to be provided by Financial Leasing Company to the Group is less than 0.1%, such transactions are fully exempt from announcement, reporting, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

4.3 Private Fund Service Framework Agreement

As the highest applicable percentage ratio in respect of the private fund subscription services to be provided by Fund Company to the Group is more than 0.1% but less than 5%, the provision of private fund subscription services shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

4.4 Daily Production and Operation Service Framework Agreement

As the highest applicable percentage ratio in respect of the daily production and operation services to be provided by the Group to Energy Group and its subsidiaries is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

As the highest applicable percentage ratio in respect of the daily production and operation services to be provided by Energy Group and its subsidiaries to the Group is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

4.5 Property Leasing Framework Agreement

As the highest applicable percentage ratio in respect of the property leasing services to be provided by Energy Group and its subsidiaries to the Group is more than 0.1% but less than 5%, such transactions shall be subject to the announcement, reporting and annual review requirements under Chapter 14A of the Listing Rules but exempt from the Independent Shareholders' approval requirements.

5. GENERAL INFORMATION

5.1 The Company

The Company is a large comprehensive group company that provides overall solutions and full industry chain services to industries such as energy and power, infrastructure in China as well as over the world.

5.2 Energy Group

Energy Group is a wholly state-owned company and the controlling shareholder of the Company. It is principally engaged in several power project business, study and research of power industry development strategies and planning, standard scientific research of governmental and industrial policies in the power industry, and provision of healthcare, education and public security and other community services. The ultimate beneficial owner of Energy Group is the SASAC of the State Council.

5.3 Finance Company

Finance Company is a company incorporated in the PRC with limited liability on 18 January 1996 and a subsidiary of the Company. Finance Company is a licensed financial institution and is mainly engaged in providing relevant banking and financial services within the scope of business approved by the financial supervisory authority of the PRC.

5.4 Financial Leasing Company

Financial Leasing Company is a company incorporated in the PRC with limited liability on 27 December 2016 and a wholly-owned subsidiary of Energy Group. Financial Leasing Company is mainly engaged in financial leasing business, leasing business, purchase of leased property from domestic and overseas markets, treatment and maintenance of residual value of leased property; and concurrently engages in factoring and other businesses related to its main business.

5.5 Fund Company

Fund Company is a company incorporated in the PRC with limited liability on 19 December 2018 and a subsidiary of Energy Group. Fund Company is mainly engaged in non-securities business investment management, consulting, equity investment management and other businesses. As at the date of this announcement, Fund Company is owned as to 85% by Energy Group and 15% by Jinko Power Technology Co., Ltd. (a joint stock company listed on the Shanghai Stock Exchange, stock code: 601778). Fund Company has registered as the fund manager with the AMAC.

6. SHAREHOLDERS' GENERAL MEETING

Pursuant to the Listing Rules, the New Continuing Connected Transaction Framework Agreements and the annual caps for 2027, 2028 and 2029 are exempt from the Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules, but pursuant to relevant requirements under the Shanghai Stock Exchange Listing Rules, the New Continuing Connected Transaction Framework Agreements shall be submitted to the general meeting of the Company for consideration and approval. Related shareholders shall abstain from voting on relevant resolution at the general meeting of the Company. The New Continuing Connected Transaction Framework Agreements will become effective upon the consideration and approval at the general meeting of the Company. An extraordinary general meeting will be held by the Company for the Independent Shareholders to consider and, if thought fit, to approve the New

Continuing Connected Transaction Framework Agreements. A circular containing, among other things, the details of resolution above and the notice of the extraordinary general meeting of the Company will be despatched to the Shareholders in due course.

7. DEFINITIONS

Unless the context otherwise requires, the following expressions in this announcement shall have the following meanings:

"2023 Daily Production and Operation Service Framework Agreement"	the 2024-2026 Daily Production and Operation Service Framework Agreement entered into between the Company and Energy Group on 27 October 2023
"2023 Financial Leasing Service Framework Agreement"	the 2024-2026 Financial Leasing Service Framework Agreement entered into between the Company and Financial Leasing Company on 27 October 2023
"2023 Financial Service Framework Agreement"	the 2024-2026 Financial Service Framework Agreement entered into between Finance Company, a subsidiary of the Company, and Energy Group on 27 October 2023
"2023 Private Fund Service Framework Agreement"	the 2024-2026 Private Fund Service Framework Agreement entered into between the Company and Fund Company on 27 October 2023
"2023 Property Leasing Framework Agreement"	the 2024-2026 Property Leasing Framework Agreement entered into between the Company and Energy Group on 27 October 2023
"Articles of Association"	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Board" or "Board of Directors"	the board of directors of the Company
"Company"	China Energy Engineering Corporation Limited* (中國能源建設股份有限公司), a joint stock limited company established in the PRC on 19 December 2014, whose H shares are listed on the Stock Exchange (Stock Code: 3996) and A shares are listed on the Shanghai Stock Exchange (Stock Code: 601868)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules

"connected transaction(s)"	has the meaning ascribed to it under the Listing Rules
"controlling shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Daily Production and Operation Service Framework Agreement"	the 2027-2029 Daily Production and Operation Service Framework Agreement entered into between the Company and Energy Group on 28 August 2026, pursuant to which the Group and Energy Group and its subsidiaries will provide daily production and operation services to each other
"Director(s)"	the director(s) of the Company
"Energy Group"	China Energy Engineering Group Co., Ltd.* (中國能源建設集團有限公司), a wholly state-owned company established in the PRC on 29 September 2011, the controlling shareholder of the Company
"Existing Continuing Connected Transaction Framework Agreements"	the 2023 Financial Service Framework Agreement, the 2023 Financial Leasing Service Framework Agreement, the 2023 Private Fund Service Framework Agreement, the 2023 Daily Production and Operation Service Framework Agreement and the 2023 Property Leasing Framework Agreement
"Finance Company"	China Energy Engineering Group Finance Co., Ltd.* (中國能源建設集團財務有限公司), a subsidiary of the Company
"Financial Leasing Company"	China Energy Engineering Group Financial Leasing Co., Ltd.* (中國能源建設集團融資租賃有限公司), a wholly-owned subsidiary of Energy Group
"Financial Leasing Service Framework Agreement"	the 2027-2029 Financial Leasing Service Framework Agreement entered into between the Company and Financial Leasing Company on 28 August 2026, pursuant to which Financial Leasing Company will provide financial leasing services to the Group
"Financial Service Framework Agreement"	the 2027-2029 Financial Service Framework Agreement entered into between Finance Company, a subsidiary of the Company, and Energy Group on 28 August 2026, pursuant to which Finance Company will provide financial services to Energy Group and its subsidiaries
"Fund Company"	Zhongnengjian Fund Management Co., Ltd.* (中能建基金管理有限公司), a subsidiary of Energy Group

"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"IFRS"	the International Financial Reporting Standards issued by the International Accounting Standards Board
"IFRS 16"	the International Financial Reporting Standard No. 16 issued by the International Accounting Standards Board, which sets out the recognition, measurement, presentation and disclosure of leases
"Independent Shareholder(s)"	the shareholder(s) of the Company other than Energy Group and its associates
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"New Continuing Connected Transaction Framework Agreements"	the Financial Service Framework Agreement, the Financial Leasing Service Framework Agreement, the Private Fund Service Framework Agreement, the Daily Production and Operation Service Framework Agreement and the Property Leasing Framework Agreement
"PBOC"	the People's Bank of China (中國人民銀行)
"PRC" or "China"	the People's Republic of China
"Private Fund Service Framework Agreement"	the 2027-2029 Private Fund Service Framework Agreement entered into between the Company and Fund Company on 28 August 2026, pursuant to which Fund Company will provide private fund subscription services to the Company
"Property Leasing Framework Agreement"	the 2027-2029 Property Leasing Framework Agreement entered into between the Company and Energy Group on 28 August 2026, pursuant to which the Group will lease properties from Energy Group and its subsidiaries
"RMB"	Renminbi, the lawful currency of the PRC
"SASAC of the State Council"	the State-owned Assets Supervision and Administration Commission of the State Council of the PRC(中華人民共和國國務院國有資產監督管理委員會)

"Shareholder(s)"	registered holder(s) of the Company's share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"%"	per cent

By order of the Board
CHINA ENERGY ENGINEERING CORPORATION LIMITED*
Ni Zhen
Chairman

Beijing, the PRC
28 August 2026

As at the date of this announcement, the executive Director of the Company is Mr. Ni Zhen; the employee Director is Mr. Huang Pu; the non-executive Directors are Mr. Liu Xueshi and Mr. Si Xinbo; and the independent non-executive Directors are Mr. Cheng Niangao, Dr. Ngai Wai Fung, Ms. Niu Xiangchun and Mr. Pei Zhenjiang.

* *For identification purpose only*