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中國建築興業集團有限公司

CHINA STATE CONSTRUCTION DEVELOPMENT HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 830)

**RENEWAL OF CONTINUING CONNECTED TRANSACTIONS
WITH CHINA STATE CONSTRUCTION INTERNATIONAL
HOLDINGS LIMITED IN RELATION TO
THE CSC OPERATIONAL SERVICES TRANSACTIONS**

References are made to (i) the announcement of the Company dated 20 October 2023 and (ii) the circular of the Company dated 30 November 2023 in relation to, among other things, the Previous CSCD-CSC Operational Services Agreement entered into between CSC and the Company which will expire on 31 December 2026.

On 22 October 2026, CSC and the Company entered into the New CSCD-CSC Operational Services Agreement to renew the Previous CSCD-CSC Operational Services Agreement. Pursuant to the New CSCD-CSC Operational Services Agreement, for a term of three years commencing from 1 January 2027 and ending on 31 December 2029 (both dates inclusive), (1) the Group may engage CSC Group and CSC Associated Companies as contractor of the Group for provision of engineering works for the Group's construction works subject to the Engineering Works Caps; (2) the Group may lease machineries from CSC Group and CSC Associated Companies for the Group's construction works subject to the Machineries Leasing Caps; (3) the Group may engage CSC Group and CSC Associated Companies to provide insurance services to the Group and issue surety bonds for the Group's construction works subject to the Insurance Services and Surety Bonds Caps; and (4) CSC Group and CSC Associated Companies may supply materials to the Group subject to the Supply of Materials Caps.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CSC indirectly holds approximately 70.81% of the issued share capital of, and is a controlling shareholder of, the Company. Accordingly, members of CSC Group and members of CSC Associated Companies are connected persons of the Company. The CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

Since one or more of the applicable percentage ratios in respect of the CSC Operational Services Caps exceed 5%, the CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement are subject to the annual review, reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

GENERAL

The Independent Board Committee comprising all the independent non-executive Directors has been formed to advise the Independent Shareholders in respect of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps). Altus Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this connection.

An EGM will be convened and held for the Independent Shareholders to consider and, if thought fit, approve the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps).

A circular containing, among other things, further particulars of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder together with, the recommendations of the Independent Board Committee, a letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, and a notice convening the EGM is expected to be despatched to the Shareholders on or before 30 November 2026 as the Company expects additional time will be required to prepare and finalise the information to be included in the circular.

BACKGROUND

References are made to (i) the announcement of the Company dated 20 October 2023 and (ii) the circular of the Company dated 30 November 2023 in relation to, among other things, the Previous CSCD-CSC Operational Services Agreement entered into between CSC and the Company which will expire on 31 December 2026.

On 22 October 2026, CSC and the Company entered into the New CSCD-CSC Operational Services Agreement to renew the Previous CSCD-CSC Operational Services Agreement. Pursuant to the New CSCD-CSC Operational Services Agreement, for a term of three years commencing from 1 January 2027 and ending on 31 December 2029 (both dates inclusive), (1) the Group may engage CSC Group and CSC Associated Companies as contractor of the Group for provision of engineering works for the Group's construction works; (2) the Group may lease machineries from CSC Group and CSC Associated Companies for the Group's construction works; (3) the Group may engage CSC Group and CSC Associated Companies to provide insurance services to the Group and issue surety bonds for the Group's construction works; and (4) CSC Group and CSC Associated Companies may supply materials to the Group.

NEW CSCD-CSC OPERATIONAL SERVICES AGREEMENT

Date

22 October 2026

Parties

1. CSC; and
2. the Company.

Term

Subject to the condition to the New CSCD-CSC Operational Services Agreement set out below having been satisfied, the New CSCD-CSC Operational Services Agreement shall take effect on 1 January 2027 and shall continue for the period ending on 31 December 2029 (both dates inclusive).

Condition precedent

The obligations in the New CSCD-CSC Operational Services Agreement are conditional upon the Company having obtained the approval of the Independent Shareholders at the EGM by way of poll in relation to the CSC Operational Services Transactions (together with the CSC Operational Services Caps).

Subject matter

(1) Engineering Works Transactions

The Company expects that the Group will continue to engage CSC Group and CSC Associated Companies as its contractor for provision of engineering works for the Group's construction works from time to time. Accordingly, under the New CSCD-CSC Operational Services Agreement, CSC and the Company agreed that:

- (a) any member of CSC Group and CSC Associated Companies may act as contractor of the Group for provision of engineering works for the Group's construction works in accordance with the applicable contracting procedures of the Group from time to time (the “**Engineering Works Transactions**”);
- (b) the parties may from time to time enter into further specific contracts which set out the detailed terms in relation to the engagement of CSC Group and CSC Associated Companies to act as contractor of the Group for provision of engineering works for the Group's construction works, provided that the total contract sum that may be awarded by the Group to CSC Group and CSC Associated Companies under the New CSCD-CSC Operational Services Agreement for each of the three financial years ending 31 December 2029 shall not exceed HK\$200 million (i.e. the Engineering Works Caps). The terms of the specific contracts will be negotiated on an arm's length basis between the parties; and
- (c) the fees payable by the Group to CSC Group and CSC Associated Companies will be settled pursuant to the payment terms set out in the specific contracts.

Pricing basis of the contracts awarded by the Group to CSC Group and CSC Associated Companies

As a general principle, the prices and terms of the contracts with respect to the Engineering Works Transactions shall be determined in the ordinary and usual course of business on normal commercial terms, negotiated on an arm's length basis, and at prices and on terms no less favourable to the Group than those offered by or awarded to independent third-party contractors of the Group.

Where CSC Group or any CSC Associated Company is nominated as contractor of the Group by the ultimate employer, consideration to CSC Group or such CSC Associated Company (as the case may be) will be determined by the independent professional quantity surveyor appointed by the ultimate employer.

Where the Group has the right to select contractors, the Group will conduct a vetting process to shortlist at least three contractors from a list of pre-approved contractors to be invited to tender, and the winning bid of which will be the one with the lowest tender amount in accordance with the Group's internal tender procedures on the condition that the bidder also satisfies all other essential requirements (including but not limited to relevant experience, capability, historical relationship and track records) as set out in the tender invitation.

The Group maintains a list of pre-approved contractors (which is subject to periodic review and update by its management to ensure contractors' quality standards). Contractors on the list include those with or without prior working relationship with the Group. Contractors with prior working relationship with the Group will be subject to suitability assessment following completion of every project of the Group. Contractors can only be retained on the list if they meet the minimum criteria for retention in the suitability assessment, otherwise they will be removed from the list. Contractors without prior working relationship with the Group will be subject to qualification evaluation and review to ascertain if they are suitable for inclusion in the list. The Group will take into account factors including contractors' financial stability, size and scale, relevant experience, professional qualification, reputation and past performance on similar projects.

If any contract is granted in favour of CSC Group or any CSC Associated Company as a result of the above tender, CSC Group or such CSC Associated Company (as the case may be) may act as contractor of the Group for provision of engineering works for the Group's construction works based on the terms of the successful tender provided that the total contract sum that may be awarded by the Group to CSC Group and CSC Associated Companies for each year shall not exceed the relevant Engineering Works Cap.

Historical transaction amounts

The table below sets out the actual total contract sum for provision of engineering works by CSC Group for the Group's construction works for the two years ended 31 December 2025 and the six months ended 30 June 2026:

	For the year ended		For the
	31 December		six months
	2024	2025	ended
	(HK\$)	(HK\$)	30 June
	(approximately)	(approximately)	(approximately)
Actual total contract sum for provision of engineering works by CSC Group	Nil	94,000,000	Nil

Calculation of the Engineering Works Caps

The Engineering Works Cap:

- (a) for the financial year ending 31 December 2027 is determined with reference to the potential construction projects available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,146 million that may be available for tender by the Group and the maximum contribution of the cost of engineering works (i.e. 18.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group;
- (b) for the financial year ending 31 December 2028 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,126 million that may be available for tender by the Group and the maximum contribution of the cost of engineering works (i.e. 18.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group; and
- (c) for the financial year ending 31 December 2029 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,078 million that may be available for tender by the Group and the maximum contribution of the cost of engineering works (i.e. 18.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group.

(2) *Machineries Leasing Transactions*

The Company expects that the Group will continue to lease machineries from CSC Group and CSC Associated Companies for the Group's construction works from time to time. Accordingly, under the New CSCD-CSC Operational Services Agreement, CSC and the Company agreed that:

- (a) any member of the Group may lease machineries from CSC Group and CSC Associated Companies for the Group's construction works from time to time (the **"Machineries Leasing Transactions"**);
- (b) the parties may from time to time enter into further specific contracts which set out the detailed terms in relation to the leasing of machineries from CSC Group and CSC Associated Companies to the Group for the Group's construction works, provided that the total rent for the leasing of machineries under the New CSCD-CSC Operational Services Agreement for each of the three financial years ending 31 December 2029 shall not exceed HK\$16 million (i.e. the Machineries Leasing Caps). The terms of the specific contracts will be negotiated on an arm's length basis between the parties; and

- (c) the rent for the leasing of machineries will be paid by the Group to CSC Group and CSC Associated Companies pursuant to the payment terms set out in the specific contracts.

Pricing basis of the contracts awarded by the Group to CSC Group and CSC Associated Companies

As a general principle, the prices and terms of the contracts with respect to the Machineries Leasing Transactions shall be determined in the ordinary and usual course of business on normal commercial terms, negotiated on an arm's length basis, and at prices and on terms no less favourable to the Group than those offered by or contracted with independent third-party vendors of the Group.

The Group will obtain at least three quotations from a list of pre-approved vendors (which is subject to periodic review and update by its management to ensure vendors' machineries and equipment are in good operational conditions). For the selection of a vendor, the lowest quotation will be selected on the condition that the vendor also satisfies all other essential requirements (including but not limited to the specification and condition of the machinery and equipment).

Vendors on the list include those with or without prior working relationship with the Group. Vendors with prior working relationship with the Group will be subject to suitability assessment following completion of every project of the Group. Vendors can only be retained on the list if they meet the minimum criteria for retention in the suitability assessment, otherwise they will be removed from the list. Vendors without prior working relationship with the Group will be subject to qualification evaluation and review to ascertain if they are suitable for inclusion in the list. The Group will take into account factors including vendors' financial stability, size and scale, machinery and equipment specification and condition, price, reputation and past performance on similar projects. All vendors who provide quotations for the Group's projects are selected from vendors on the list of pre-approved vendors.

Historical transaction amounts

The table below sets out the total rent paid by the Group for the leasing of machineries from CSC Group for the two years ended 31 December 2025 and the six months ended 30 June 2026:

	For the year ended		For the
	31 December		six months
	2024	2025	ended
	(HK\$)	(HK\$)	30 June
	(approximately)	(approximately)	2026
			(HK\$)
			(approximately)
Total rent paid by the Group for the leasing of machineries	1,450,000	43,000	122,000

Calculation of the Machineries Leasing Caps

The Machineries Leasing Cap:

- (a) for the financial year ending 31 December 2027 is determined with reference to the potential construction projects available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,146 million that may be available for tender by the Group and the maximum contribution of the cost of leasing of machineries (i.e. 1.5%) to the contract sums of the Group's five completed construction projects undertaken by the Group;
- (b) for the financial year ending 31 December 2028 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,126 million that may be available for tender by the Group and the maximum contribution of the cost of leasing of machineries (i.e. 1.5%) to the contract sums of the Group's five completed construction projects undertaken by the Group; and
- (c) for the financial year ending 31 December 2029 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,078 million that may be available for tender by the Group and the maximum contribution of the cost of leasing of machineries (i.e. 1.5%) to the contract sums of the Group's five completed construction projects undertaken by the Group.

(3) Insurance Services and Surety Bonds Transactions

The Company expects that the Group will continue to engage CSC Group and CSC Associated Companies to provide insurance services to the Group and issue surety bonds for the Group's construction works from time to time. Accordingly, under the New CSCD-CSC Operational Services Agreement, CSC and the Company agreed that:

- (a) any member of CSC Group and CSC Associated Companies may provide insurance services to the Group and issue surety bonds for the Group's construction works from time to time (the “**Insurance Services and Surety Bonds Transactions**”);
- (b) the parties may from time to time enter into further specific contracts which set out the detailed terms in relation to the provision of insurance services and the issuance of surety bonds by CSC Group and CSC Associated Companies, provided that the total premiums/fees payable for the provision of insurance services and the issuance of surety bonds under the New CSCD-CSC Operational Services Agreement for each of the three financial years ending 31 December 2029 shall not exceed HK\$26 million (i.e. the Insurance Services and Surety Bonds Caps). The terms of the specific contracts will be negotiated on an arm's length basis between the parties; and
- (c) the premiums/fees for the insurance services and surety bonds will be paid by the Group to CSC Group and CSC Associated Companies pursuant to the payment terms set out in the specific contracts.

Pricing basis of the provision of insurance services and issuance of surety bonds by CSC Group and CSC Associated Companies

As a general principle, the prices and terms of the contracts with respect to the Insurance Services and Surety Bonds Transactions shall be determined in the ordinary and usual course of business on normal commercial terms, negotiated on an arm's length basis, and at prices and on terms no less favourable to the Group than those offered by or contracted with independent third-party insurers of the Group.

The Group will obtain at least three quotations from independent insurers (directly or indirectly through insurance brokers) and CSC Group and CSC Associated Companies. For the selection of the insurers, the lowest quotation will be selected on the condition that the insurer also satisfies other essential requirements (including but not limited to paying ability, financial strength, specialisation, historical relationship and record of claim refusal).

Historical transaction amounts

The table below sets out the total premium/fees paid by the Group for provision of insurance services and issuance of surety bonds by CSC Group for the Group's construction works for the two years ended 31 December 2025 and the six months ended 30 June 2026:

	For the year ended		For the
	31 December		six months
	2024	2025	ended
	(HK\$)	(HK\$)	30 June
	(approximately)	(approximately)	2026
			(HK\$)
			(approximately)
Total premium/fees paid by the Group for provision of insurance services and issuance of surety bonds by CSC Group	2,000,000	335,000	4,422,000

Calculation of the Insurance Services and Surety Bonds Caps

The Insurance Services and Surety Bonds Cap:

- (a) for the financial year ending 31 December 2027 is determined with reference to the potential construction projects available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,146 million that may be available for tender by the Group and the maximum contribution of the cost of insurance services and surety bonds (i.e. 2.4%) to the contract sums of the Group's five completed construction projects undertaken by the Group;
- (b) for the financial year ending 31 December 2028 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,126 million that may be available for tender by the Group and the maximum contribution of the cost of insurance services and surety bonds (i.e. 2.4%) to the contract sums of the Group's five completed construction projects undertaken by the Group; and
- (c) for the financial year ending 31 December 2029 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,078 million that may be available for tender by the Group and the maximum contribution of the cost of insurance services and surety bonds (i.e. 2.4%) to the contract sums of the Group's five completed construction projects undertaken by the Group.

(4) Supply of Materials Transactions

The Company expects that CSC Group and CSC Associated Companies will continue to supply materials to the Group for the Group's construction works from time to time. Accordingly, under the New CSCD-CSC Operational Services Agreement, CSC and the Company agreed that:

- (a) any member of CSC Group and CSC Associated Companies may supply materials (including but not limited to building materials and construction management products) to the Group for the Group's construction works from time to time (the **"Supply of Materials Transactions"**);
- (b) the parties may from time to time enter into further specific contracts which set out the detailed terms in relation to the supply of materials by CSC Group and CSC Associated Companies, provided that the total sum for the supply of materials under the New CSCD-CSC Operational Services Agreement for each of the three financial years ending 31 December 2029 shall not exceed HK\$100 million (i.e. the Supply of Materials Caps). The terms of the specific contracts will be negotiated on an arm's length basis between the parties; and
- (c) the amount for the supply of materials will be paid by the Group to CSC Group and CSC Associated Companies pursuant to the payment terms set out in the specific contracts.

Pricing basis of the supply of materials to the Group by CSC Group and CSC Associated Companies

As a general principle, the prices and terms of the contracts with respect to the Supply of Materials Transactions shall be determined in the ordinary and usual course of business on normal commercial terms, negotiated on an arm's length basis, and at prices and on terms no less favourable to the Group than those offered by or contracted with independent third-party suppliers of the Group.

The Group will obtain at least three quotations from a list of pre-approved suppliers (which is subject to periodic review and update by its management to ensure a portfolio of best in class suppliers is available for use). Suppliers on the list include those with or without prior working relationship with the Group. Suppliers with prior working relationship with the Group will be subject to suitability assessment following completion of every project of the Group. Suppliers can only be retained on the list if they meet the minimum criteria for retention in the suitability assessment, otherwise they will be removed from the list. Suppliers without prior working relationship with the Group will be subject to qualification evaluation and review to ascertain if they are suitable for inclusion in the list. The Group will take into account factors including suppliers' financial stability, size and scale, products offered and specification, production capacity and facility, professional qualification, reputation and past performance on similar projects. The Group will only solicit quotations from suppliers who are on the list of pre-approved suppliers.

For the selection of a supplier, the lowest quotation will be selected on the condition that the supplier also satisfies all other essential requirements (including but not limited to relevant experience, qualities and specifications of materials and track records).

Historical transaction amounts

The table below sets out the total amount paid by the Group for the materials supplied by CSC Group for the two years ended 31 December 2025 and the six months ended 30 June 2026:

	For the year ended		For the
	31 December		six months
	2024	2025	ended
	(HK\$)	(HK\$)	30 June
	(approximately)	(approximately)	2026
			(HK\$)
	(approximately)	(approximately)	(approximately)
Total amount paid by the Group for the			
materials supplied by CSC Group	1,130,000	2,143,000	195,000

Calculation of the Supply of Materials Caps

The Supply of Materials Cap:

- (a) for the financial year ending 31 December 2027 is determined with reference to the potential construction projects available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,146 million that may be available for tender by the Group and the maximum contribution of the cost of supply of materials (i.e. 9.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group;
- (b) for the financial year ending 31 December 2028 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,126 million that may be available for tender by the Group and the maximum contribution of the cost of supply of materials (i.e. 9.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group; and
- (c) for the financial year ending 31 December 2029 is determined with reference to the potential construction project available from property developers in Hong Kong with an estimated contract sum of approximately HK\$1,078 million that may be available for tender by the Group and the maximum contribution of the cost of supply of materials (i.e. 9.2%) to the contract sums of the Group's five completed construction projects undertaken by the Group.

REASONS FOR AND BENEFITS OF THE ENTERING INTO OF THE NEW CSCD-CSC OPERATIONAL SERVICES AGREEMENT

The CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement are expected to be of a recurrent nature and will be conducted on a regular and continuing basis in the ordinary and usual course of business of the Group, as well as CSC Group.

CSC Group possesses extensive expertise in building construction and maintains a solid financial standing, having consistently demonstrated its capabilities as a professional and reliable contractor and supplier in the market. The Directors believe that the continuation of this longstanding and established business relationship is highly beneficial, as it allows the Group to leverage a trusted partner's familiarity with its operational standards, ensuring seamless project execution and continuity.

Furthermore, this ongoing collaboration enables the Group to maintain a robust and diverse base of reliable contractors and suppliers. This diversification fosters competitive pricing dynamics, allowing the Group to secure favorable terms, optimise cost structures, and maximise overall profitability. Working with a proven partner also significantly reduces the risk of project delivery delays, enhances performance accountability, and equips the Group to effectively meet complex and demanding business requirements.

The Directors (other than the independent non-executive Directors whose opinion will be provided after reviewing the advice of the Independent Financial Adviser) consider that the CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement are expected to be entered into in the ordinary and usual course of business of the Group and on normal commercial terms after arm's length negotiations between the parties, and the terms of the CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement (together with the CSC Operational Services Caps) are fair and reasonable, and in the interests of the Company and the Shareholders as a whole.

INFORMATION ABOUT THE PARTIES TO THE NEW CSCD-CSC OPERATIONAL SERVICES AGREEMENT

The Group is principally engaged in general contracting business, facade contracting business (including design, engineering, manufacture and installation of curtain wall system) and operating management business.

CSC Group is principally engaged in construction business, infrastructure investments and prefabricated constructions.

CSCEC is the ultimate holding company of each of CSC and the Company. CSCEC, together with its subsidiaries (excluding those listed on any stock exchange), is a conglomerate principally engaged in building construction, international contracting, real estate development and investment, infrastructure construction and investment and design and prospecting.

LISTING RULES IMPLICATIONS

As at the date of this announcement, CSC indirectly holds approximately 70.81% of the issued share capital of, and is a controlling shareholder of, the Company. Accordingly, members of CSC Group and members of CSC Associated Companies are connected persons of the Company. The CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

Since one or more of the applicable percentage ratios in respect of the CSC Operational Services Caps exceed 5%, the CSC Operational Services Transactions contemplated under the New CSCD-CSC Operational Services Agreement are subject to the annual review, reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

GENERAL

The Independent Board Committee comprising all the independent non-executive Directors has been formed to advise the Independent Shareholders in respect of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps). Altus Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this connection.

An EGM will be convened and held for the Independent Shareholders to consider and, if thought fit, approve the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps).

A circular containing, among other things, further particulars of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder together with, the recommendations of the Independent Board Committee, a letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, and a notice convening the EGM is expected to be despatched to the Shareholders on or before 30 November 2026 as the Company expects additional time will be required to prepare and finalise the information to be included in the circular.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“associate(s)”, “connected persons”, “continuing connected transactions”, “controlling shareholder”, “holding company”, “percentage ratios” and “subsidiary(ies)”	each has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company”	China State Construction Development Holdings Limited, a company incorporated in the Cayman Islands with limited liability and whose shares are listed on the Main Board of the Stock Exchange (stock code: 830)
“CSC”	China State Construction International Holdings Limited, a company incorporated in the Cayman Islands with limited liability and whose shares are listed on the Main Board of the Stock Exchange (stock code: 3311)
“CSC Associated Companies”	companies which respective issued share capital or equity interest is held as to not less than 30% and not more than 50% by CSC Group, and the respective subsidiaries of such companies from time to time
“CSC Group”	CSC and its subsidiaries (excluding the Group) from time to time
“CSC Operational Services Caps”	collectively, Engineering Works Caps, Machineries Leasing Caps, Insurance Services and Surety Bonds Caps and Supply of Materials Caps
“CSC Operational Services Transactions”	collectively, the Engineering Works Transactions, Machineries Leasing Transactions, Insurance Services and Surety Bonds Transactions and Supply of Materials Transactions

“CSCEC”	中國建築集團有限公司 (China State Construction Engineering Corporation*), a state-owned corporation organised and existing under the laws of the PRC and the ultimate holding company of each of CSC and the Company
“Director(s)”	the director(s) of the Company
“EGM”	an extraordinary general meeting of the Company to be convened and held for the Independent Shareholders to consider and, if thought fit, approve the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps)
“Engineering Works Cap(s)”	the maximum aggregate value of the contract sum of the contracts for provision of engineering works that may be awarded by the Group to CSC Group and CSC Associated Companies (as contractor of the Group) in each year under the New CSCD-CSC Operational Services Agreement
“Engineering Works Transactions”	the engagement by the Group of CSC Group and CSC Associated Companies as contractor of the Group for provision of engineering works for the Group’s construction works as described under the section headed “New CSCD-CSC Operational Services Agreement – (1) Engineering Works Transactions” in this announcement
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	the independent board committee of the Company comprising all independent non-executive Directors to advise the Independent Shareholders in respect of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps)

“Independent Financial Adviser”	Altus Capital Limited, the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the New CSCD-CSC Operational Services Agreement and the CSC Operational Services Transactions contemplated thereunder (together with the CSC Operational Services Caps)
“Independent Shareholder(s)”	Shareholders, other than CSC and its associates
“Insurance Services and Surety Bonds Cap(s)”	the maximum aggregate value of the premiums/fees of the contracts for provision of insurance services to the Group and issuance of surety bonds for the Group’s construction works by CSC Group and CSC Associated Companies in each year under the New CSCD-CSC Operational Services Agreement
“Insurance Services and Surety Bonds Transactions”	the engagement of CSC Group and CSC Associated Companies to provide insurance services to the Group and issue surety bonds for the Group’s construction works as described under the section headed “New CSCD-CSC Operational Services Agreement – (3) Insurance Services and Surety Bonds Transactions” in this announcement
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Machineries Leasing Cap(s)”	the maximum aggregate value of rent in respect of the leasing of machineries from CSC Group and CSC Associated Companies to the Group in each year under the New CSCD-CSC Operational Services Agreement
“Machineries Leasing Transactions”	the leasing of machineries from CSC Group and CSC Associated Companies to the Group for the Group’s construction works as described under the section headed “New CSCD-CSC Operational Services Agreement – (2) Machineries Leasing Transactions” in this announcement
“New CSCD-CSC Operational Services Agreement”	the agreement entered into between CSC and the Company on 22 October 2026 in respect of the CSC Operational Services Transactions for the period from 1 January 2027 to 31 December 2029
“PRC”	The People’s Republic of China, and for the purposes of this announcement, excluding Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan

“Previous CSCD-CSC Operational Services Agreement”	the agreement entered into between CSC and the Company on 20 October 2023 in respect of (i) the provision of mechanical and electrical engineering works by CSC Group to the Group for the Group’s construction works; (ii) the leasing of machineries from CSC Group to the Group for the Group’s construction works; (iii) the provision of insurance services and issuance of surety bonds for the Group’s construction works by CSC Group to the Group; and (iv) the supply of materials by CSC Group to the Group for the Group’s construction works, for the period from 1 January 2024 to 31 December 2026
“Shareholder(s)”	holder(s) of share(s) of the Company from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supply of Materials Cap(s)”	the maximum aggregate value of the contract sum for supply of materials by CSC Group and CSC Associated Companies to the Group in each year under the New CSCD-CSC Operational Services Agreement
“Supply of Materials Transactions”	the supply of materials by CSC Group and CSC Associated Companies to the Group for the Group’s construction works as described under the section headed “New CSCD-CSC Operational Services Agreement – (4) Supply of Materials Transactions” in this announcement
“%”	per cent

By Order of the Board
China State Construction Development Holdings Limited
Wang Xiaoguang
Chairman and Non-executive Director

Hong Kong, 22 October 2026

As at the date of this announcement, the Board comprises Mr. Wang Xiaoguang as Chairman and Non-executive Director; Mr. Zhu Haiming (Chief Executive Officer) and Mr. Wong Man Cheung as Executive Directors; Mr. Huang Jiang as Non-executive Director; and Mr. Zhou Jinsong, Ms. Chan Man Ki Maggie and Mr. Sit Wing Hang as Independent Non-executive Directors.

* *For identification purpose only*