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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)

**POLL VOTING RESULTS OF THE ANNUAL GENERAL MEETING
FOR THE YEAR 2023 HELD ON 20 JUNE 2024
AND
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2023
AND PAYMENT OF FINAL DIVIDEND**

The board of directors (the “**Board**”) of China Energy Engineering Corporation Limited (the “**Company**”) is pleased to announce that the annual general meeting for the year 2023 of the Company (the “**AGM**”) was held on Thursday, 20 June 2024 and all the resolutions proposed at the AGM were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The Board also wishes to notify the Shareholders of the details relating to the payment of the final dividend.

Reference is made to the circular of the Company dated 21 May 2024 (the “**Circular**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise indicated.

The Board is pleased to announce that the AGM was held at 9:00 a.m. on Thursday, 20 June 2024 at Room 2702, Building 1, No. 26A West Dawang Road, Chaoyang District, Beijing, the PRC.

The AGM was held in compliance with the laws and regulations of the PRC, including the Company Law of the People's Republic of China, and the requirements of the Articles of Association. Mr. Song Hailiang, the chairman of the Company, chaired the AGM. The Company has seven incumbent Directors. Six of them attended the AGM and Mr. Ma Mingwei (the Director) did not attend the meeting due to business engagements.

* *For identification purpose only*

As at the date of the AGM, the total number of issued Shares of the Company was 41,691,163,636 Shares (including 32,428,727,636 A Shares and 9,262,436,000 H Shares). The total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM was 41,691,163,636 Shares, representing 100% of the total issued Shares of the Company.

There were no restrictions on any Shareholder casting votes on the resolutions at the AGM. Neither are Shareholders entitled to vote only against or required to abstain from voting in respect of the resolutions proposed at the AGM under the Listing Rules, nor have Shareholders expressed in the Circular that they will vote against or abstain themselves from voting regarding any resolutions proposed at the AGM.

The Shareholders, holding in aggregate 24,027,458,615 Shares of the Company, representing approximately 57.6320% of the total issued Shares of the Company, were present in person or by proxy at the AGM.

Number of Shareholders and proxies present at the meeting	88
Of which: Number of holders of A Shares	86
Number of holders of overseas listed foreign Shares (H Shares)	2
Total number of Shares with voting rights held by the Shareholders present at the meeting (share)	24,027,458,615
Of which: Total number of Shares held by holders of A Shares	20,585,893,153
Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	3,441,565,462
Percentage of the number of Shares with voting rights held by Shareholders present at the meeting to the total number of Shares with voting rights of the Company (%)	57.6320
Of which: Percentage of the number of Shares held by holders of A Shares to the total number of Shares (%)	49.3771
Percentage of the number of Shares held by holders of overseas listed foreign Shares to the total number of Shares (%)	8.2549

POLL VOTING RESULTS OF THE AGM

The resolutions proposed at the AGM were put to vote by way of poll. The voting results in respect of the proposed resolutions at the AGM are as follows:

Ordinary resolutions		Total number of votes and approximate percentage (%)		
		For	Against	Abstain
1.	2023 annual report and its summary	23,999,466,812 (99.8835%)	17,940,615 (0.0747%)	10,051,188 (0.0418%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2.	Work report of the Board for the year 2023	23,999,216,812 (99.8825%)	17,984,315 (0.0748%)	10,257,488 (0.0427%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
3.	Work report of the independent Directors for the year 2023	23,999,215,212 (99.8825%)	17,985,915 (0.0748%)	10,257,488 (0.0427%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
4.	Work report of the Board of Supervisors for the year 2023	23,999,216,812 (99.8825%)	17,984,315 (0.0748%)	10,257,488 (0.0427%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
5.	Remuneration plan for the Directors for the year 2024	24,010,095,700 (99.9277%)	10,047,215 (0.0419%)	7,315,700 (0.0304%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
6.	Remuneration plan for the Supervisors for the year 2024	24,010,095,700 (99.9277%)	10,021,915 (0.0417%)	7,341,000 (0.0306%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.	Standards on remuneration payment of the Directors for the year 2022	24,010,095,700 (99.9277%)	10,021,915 (0.0417%)	7,341,000 (0.0306%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
8.	Standards on remuneration payment of the Supervisors for the year 2022	24,010,095,700 (99.9277%)	10,021,915 (0.0417%)	7,341,000 (0.0306%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Total number of votes and approximate percentage (%)		
		For	Against	Abstain
9.	Final financial report for the year 2023	23,999,167,912 (99.8823%)	18,026,215 (0.0750%)	10,264,488 (0.0427%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
10.	Profit distribution plan for the year 2023	24,010,141,500 (99.9279%)	10,258,415 (0.0427%)	7,058,700 (0.0294%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
11.	Financial budget proposal for the year 2024	24,010,391,500 (99.9290%)	9,976,115 (0.0415%)	7,091,000 (0.0295%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
12.	External guarantees plan for the year 2024	23,456,634,490 (97.6243%)	563,490,125 (2.3452%)	7,334,000 (0.0305%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
13.	Re-appointment of the auditor for the year 2024	24,010,046,800 (99.9275%)	10,327,815 (0.0430%)	7,084,000 (0.0295%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
14.	Amendments to the working rules for independent non-executive Directors of the Company	23,437,664,618 (97.5453%)	582,709,997 (2.4252%)	7,084,000 (0.0295%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
Special resolutions		Total number of votes and approximate percentage (%)		
		For	Against	Abstain
15.	General mandate to issue domestic and overseas debt financing instruments	23,506,447,657 (97.8316%)	513,451,915 (2.1369%)	7,559,043 (0.0315%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
16.	Amendments to the Articles of Association	23,609,449,366 (98.2603%)	409,689,906 (1.7051%)	8,319,343 (0.0346%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as the scrutineer in respect of the voting at the AGM and performed the calculation to obtain the above poll voting results based on the completed and signed poll voting forms collected by the Company.

DeHeng Law Offices (北京德恒律師事務所) witnessed the AGM, certifying that the convening and holding procedures were in compliance with the provisions of laws, administrative regulations and the Articles of Association; qualifications of attendees of the AGM and qualifications of the conveners were lawful and valid; the voting procedures and voting results of AGM were lawful and valid.

PROFIT DISTRIBUTION PLAN FOR THE YEAR 2023 AND PAYMENT OF FINAL DIVIDEND

The Board wishes to inform the Shareholders of the details of the payment of final dividend as follows:

The declaration and payment of a final dividend of RMB0.026 per Share (equivalent to HK\$0.0285 per Share) (tax inclusive) has been approved at the AGM (the “**Final Dividend**”). The payment of the Final Dividend shall be made to holders of H Shares whose names appear on the Register of Members of H Shares of the Company on Friday, 19 July 2024 (the “**Record Date**”).

Pursuant to the Enterprise Income Tax Law of the People's Republic of China and its implementing rules and “The Notice on the Issues Concerning Enterprise Income Tax Withholding of Dividends Paid to Overseas Non-resident Enterprise Shareholders of H Shares by Resident Enterprise in the PRC” (Guo Shui Han [2008] No. 897)(《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)) issued by the State Taxation Administration of the PRC, the Company shall be obligated to withhold 10% enterprise income tax when it distributes the final dividends to the overseas non-resident enterprise Shareholders of H Shares, including Hong Kong Securities Clearing Company Nominees Limited, as listed on the Company's Register of Members of H Shares on the Record Date. After the legal opinion is provided by the resident enterprise Shareholders within the stipulated time frame and upon the Company's confirmation of such opinion, the Company will not withhold any enterprise income tax when it distributes the dividends to resident enterprise Shareholders of H Shares as listed on the Company's Register of Members of H Shares on the Record Date.

All investors are requested to read this announcement carefully. Should you wish to change your Shareholder status, please consult your agent or trust institution over the relevant procedure. The Company will withhold the enterprise income tax for the overseas non-resident enterprise Shareholders as required by laws on the basis of the Company's Register of Members of H Shares on the Record Date. The Company assumes no liability and will not deal with any dispute over enterprise income tax withholding triggered by failure to submit proof materials within the stipulated time frame.

In addition, “The Notice on the Issues Concerning Tax on the Earnings from Transfer of Stocks (Stock Rights) and on the Income Tax from Dividends Received by Enterprises with Foreign Investment, Foreign Enterprises and Individual Foreigners” (Guo Shui Fa [1993] No. 045) (《關於外商投資企業、外國企業和外籍個人取得股票(股權)轉讓收益和股息所得稅收問題的通知》(國稅發[1993]045號)) (the “**1993 Notice**”) issued by the State Taxation Administration of the PRC, where individual foreigners holding H Shares are exempted from paying individual income tax for dividends (bonuses) obtained from companies incorporated in the PRC that issue H Shares, was repealed under “The Announcement on the List of Fully and Partially Invalidated and Repealed Tax Regulatory Documents” (《關於公佈全文失效廢止、部分條款失效廢止的稅收規範性文件目錄的公告》) issued by the State Taxation Administration of the PRC on 4 January 2011. On 28 June 2011, the State Taxation Administration of the PRC issued “The Notice of the State Taxation Administration on the Issues Concerning the Collection and Administration of Individual Income Tax Following the Repeal of Guo Shui Fa [1993] No. 045” (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)) (the “**2011 Notice**”). The 2011 Notice has clarified the issues concerning the collection and administration of individual income tax arising from H Share dividends or bonuses received by overseas resident individual following the repeal of the 1993 Notice.

Due to the changes in the tax regulations of the PRC as mentioned above, a company, as the withholding agents, should withhold the individual income tax for the overseas resident individual Shareholders on the dividends income or bonus of the Shares issued in Hong Kong by the mainland enterprises with non-foreign investment under the item of “interests, dividend and bonus income” in accordance with the laws. After the Company’s repeated consultation with competent tax authorities, they confirmed that the Company should withhold the individual income tax for the dividends or bonus income received by the overseas resident individual Shareholders of the Company. However, the overseas resident individual Shareholders holding the Shares of the Company may be entitled to the relevant favourable tax treatments pursuant to the provisions in the tax treaties between the country(ies) in which they are domiciled and the PRC, and the tax arrangements between Mainland China and Hong Kong (Macau). As such, the Company will withhold individual income tax for H Share individual Shareholders in accordance with the following rules:

- for the H Share individual Shareholders receiving dividends who are Hong Kong or Macau residents or whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders in the distribution of final dividend;

- for the H Share individual Shareholders receiving dividends whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of less than 10%, the Company will temporarily withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders in the distribution of final dividend, while such Shareholders may apply to competent tax authority for refund in accordance with the actual tax rate under such tax treaties;
- for the H Share individual Shareholders receiving dividends whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty on behalf of such Shareholders in the distribution of final dividend;
- for the H Share individual Shareholders receiving dividends whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 20%, or a country (region) which has not entered into any tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders in the distribution of final dividend.

If an H Share individual Shareholder considers that his/her individual income tax withheld by the Company does not comply with the tax rate stipulated in the tax treaties between country(ies) or region(s) in which he/she is domiciled and the PRC, he/she should file an authorization letter together with the reporting materials relating to him/her being a resident of the related country or region, to Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Friday, 12 July 2024, which will be submitted to the competent tax authority by the Company for subsequent taxation handling.

Non-resident enterprise Shareholders or overseas resident individual Shareholders of the Company may seek advice from their tax advisor in relation to the tax impact of Mainland China, Hong Kong and other country(ies) or region(s) involved in owning and disposing of H Shares of the Company if they have any doubts on the above arrangements.

According to the Articles of Association, dividends will be denominated and declared in Renminbi. Dividends on A Shares will be paid in Renminbi and dividends on H Shares will be paid in Hong Kong dollar. The relevant exchange rate will be the average middle rate of Renminbi to Hong Kong dollar as announced by the People's Bank of China for the five business days (excluding the date of the AGM) prior to the date of declaration of dividends by the AGM (RMB0.91098 equivalent to HK\$1).

The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent of H Shares in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent Final Dividend declared for payment to holders of H Shares. Final Dividend will be paid by the Receiving Agent and relevant cheques will be dispatched on or before Thursday, 15 August 2024 to holders of H Shares entitled to receive such dividend by ordinary post at their own risk.

By Order of the Board
CHINA ENERGY ENGINEERING CORPORATION LIMITED*
Song Hailiang
Chairman

Beijing, the PRC
20 June 2024

As at the date of this announcement, the executive directors of the Company are Mr. Song Hailiang and Mr. Ma Mingwei; the non-executive directors are Mr. Liu Xueshi and Mr. Si Xinbo; and the independent non-executive directors are Mr. Zhao Lixin, Mr. Cheng Niangao and Dr. Ngai Wai Fung.