

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 THIRD EXTRAORDINARY
GENERAL MEETING OF 2024 HELD ON 26 NOVEMBER 2024
AND
2024 INTERIM PROFIT DISTRIBUTION PLAN
AND PAYMENT OF INTERIM DIVIDEND**

The board of directors (the “**Board**”) of China Energy Engineering Corporation Limited (the “**Company**”) is pleased to announce that the third extraordinary general meeting of 2024 of the Company (the “**EGM**”) was held on Tuesday, 26 November 2024 and the resolution proposed at the EGM was 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 interim dividend.

Reference is made to the circular of the Company dated 6 November 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 EGM was held at 8:30 a.m. on Tuesday, 26 November 2024 at Room 2702, Building 1, No. 26A West Dawang Road, Chaoyang District, Beijing, the PRC.

The EGM was held in compliance with the requirements of 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, acted as the chairman of the EGM and presided over the EGM. The Company has eight incumbent Directors and seven of them attended the EGM. Mr. Liu Xueshi (the Director), was unable to attend the EGM due to business engagements.

* *For identification purpose only*

As at the date of the EGM, 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 resolution proposed at the EGM 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 resolution at the EGM. Neither are Shareholders entitled to vote only against or required to abstain from voting in respect of the resolution proposed at the EGM under the Listing Rules, nor have Shareholders expressed in the Circular that they will vote against or abstain themselves from voting regarding the resolution proposed at the EGM.

The Shareholders, holding in aggregate 23,481,725,678 Shares of the Company, representing approximately 56.3230% of the total issued Shares of the Company, were present in person or by proxy at the EGM.

Number of Shareholders and proxies present at the meeting	4,440
Of which: Number of holders of A Shares	4,438
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)	23,481,725,678
Of which: Total number of Shares held by holders of A Shares	20,716,377,534
Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	2,765,348,144
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 (%)	56.3230
Of which: Percentage of the number of Shares held by holders of A Shares to the total number of Shares (%)	49.6901
Percentage of the number of Shares held by holders of overseas listed foreign Shares to the total number of Shares (%)	6.6329

POLL VOTING RESULTS OF THE EGM

The resolution proposed at the EGM was put to vote by way of poll. The voting results in respect of the resolution proposed at the EGM are as follows:

Ordinary Resolution		Total number of votes and approximate percentage (%)		
		For	Against	Abstain
1	2024 interim profit distribution plan	23,456,592,309 (99.8930%)	21,821,518 (0.0929%)	3,311,851 (0.0141%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as the scrutineer in respect of the voting at the EGM 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 EGM, certifying that the convening and holding procedures were in compliance with the provisions of laws, administrative regulations and the Articles of Association; qualifications of the attendees at the on-site meeting of the EGM and qualifications of the conveners were lawful and valid; the voting procedures and voting results of the EGM were lawful and valid.

2024 INTERIM PROFIT DISTRIBUTION PLAN AND PAYMENT OF INTERIM DIVIDEND

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

The declaration and payment of an interim dividend of RMB0.0125 per Share (equivalent to HK\$0.0135 per Share) (tax inclusive) has been approved at the EGM (the “**Interim Dividend**”). The payment of the Interim Dividend shall be made to holders of H Shares whose names appear on the register of members of H Shares of the Company on Tuesday, 10 December 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 Interim Dividend to the non-resident enterprise Shareholders, including Hong Kong Securities Clearing Company Nominees Limited, as listed on the Company's register of

members of H Shares (the “**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 Interim Dividend 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 “**93 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 93 Notice.

Due to the changes in the tax regulations of the PRC as mentioned above, 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 shall be withheld by such enterprises as the withholding agents, 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 interim 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 interim 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 interim dividend;
- for the H Share individual Shareholders receiving dividends whose country (region) of domicile is a country (region) which has not entered into any tax treaties with the PRC, or a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 20%, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders in the distribution of interim 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 by the tax treaties between country(ies) or region(s) in which he/she is domiciled and the PRC, he/she should file a timely written authorization letter together with the reporting materials relating to him/her being a resident of the related country or region, to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Tuesday, 3 December 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.

All dividends to be distributed 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 dollars. 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 EGM) prior to the date of declaration of dividends by the EGM (RMB0.92417 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 Interim Dividend declared for payment to holders of H Shares. Interim Dividend will be paid by the Receiving Agent and relevant cheques will be dispatched on or before Monday, 20 January 2025 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
26 November 2024

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