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## JOINT ANNOUNCEMENT COMPLETION OF THE PLACING AND THE SUBSCRIPTION

### Placing Agents



Reference is made to the joint announcement of CSC and CSCD dated 20 June 2022 (the “**Announcement**”) in relation to the Placing and the Subscription. Capitalised terms used in this joint announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

### COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The CSC Board and the CSCD Board are pleased to announce that all the conditions as set out in the Placing and Subscription Agreement have been fulfilled, and the Placing and the Subscription were completed on 22 June 2022 and 24 June 2022, respectively.

An aggregate of 100,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$2.20 per Placing Share to six or more placees, who and whose beneficial owners are independent and not connected with Add Treasure, and are also independent of CSC, CSCD and their respective connected persons. None of the placees and their respective beneficial owners becomes a substantial shareholder of CSCD immediately after the completion of the Placing and the Subscription.

An aggregate of 100,000,000 Subscription Shares, representing (i) approximately 4.64% of the issued share capital of CSCD as at the date of the Announcement; and (ii) approximately 4.43% of the issued share capital of CSCD as enlarged by the issue of the Subscription Shares immediately after the completion of the Placing and the Subscription as at the date of this joint announcement, have been allotted and issued to Add Treasure at the Subscription Price of HK\$2.20 per Subscription Share. The net proceeds from the Subscription, after deducting relevant expenses, are approximately HK\$219,000,000, approximately 29.22% of which will be used as general working capital for material and contracting payments for facade projects in Hong Kong, and approximately 70.78% of which will be used as general working capital for material and contracting payments for facade projects in Macau.

## CHANGE OF SHAREHOLDING STRUCTURE

The table below sets out the shareholding structures of CSCD (i) immediately before the completion of the Placing; (ii) immediately after the completion of the Placing but before the Subscription; and (iii) immediately after the completion of the Placing and the Subscription as at the date of this joint announcement:

CSCD Shareholders	Immediately before the completion of the Placing		Immediately after the completion of the Placing but before the Subscription		Immediately after the completion of the Placing and the Subscription	
	<i>No. of CSCD Shares</i>	<i>% of the issued share capital of CSCD (%)</i>	<i>No. of CSCD Shares</i>	<i>% of the issued share capital of CSCD (%)</i>	<i>No. of CSCD Shares</i>	<i>% of the issued share capital of CSCD (%)</i>
Add Treasure <sup>(1)</sup>	1,596,403,279	74.06	1,496,403,279	69.42	1,596,403,279	70.78
CSC <sup>(1)</sup>	1,596,403,279	74.06	1,496,403,279	69.42	1,596,403,279	70.78
China Overseas Holdings Limited (“COHL”) <sup>(1)</sup>	1,596,403,279	74.06	1,496,403,279	69.42	1,596,403,279	70.78
China State Construction Engineering Corporation Limited (中國建築股份有限公司) (“CSCECL”) <sup>(1)</sup>	1,596,403,279	74.06	1,496,403,279	69.42	1,596,403,279	70.78
China State Construction Engineering Corporation* (中國建築集團有限公司) (“CSCEC”) <sup>(1)</sup>	1,596,403,279	74.06	1,496,403,279	69.42	1,596,403,279	70.78
Mr. Zhang Haipeng <sup>(2)</sup>	3,750,000	0.17	3,750,000	0.17	3,750,000	0.17
Mr. Wu Mingqing <sup>(3)</sup>	5,000,000	0.23	5,000,000	0.23	5,000,000	0.22
Mr. Huang Jiang <sup>(4)</sup>	3,000,000	0.14	3,000,000	0.14	3,000,000	0.13
<b>CSCD Shares held by public CSCD Shareholders</b>						
Placing Shares	–	–	100,000,000	4.64	100,000,000	4.43
Other CSCD Shares	547,391,721	25.40	547,391,721	25.40	547,391,721	24.27
<b>Total</b>	<b>2,155,545,000</b>	<b>100.00</b>	<b>2,155,545,000</b>	<b>100.00</b>	<b>2,255,545,000</b>	<b>100.00</b>

Notes:

- (1) As at the date of this joint announcement, Add Treasure is a wholly-owned subsidiary of CSC which, in turn, is owned as to approximately 64.81% by COHL. COHL is a wholly-owned subsidiary of CSCECL which, in turn, is a subsidiary of CSCEC. By virtue of the SFO, each of CSC, COHL, CSCECL and CSCEC is deemed to be interested in the same 1,596,403,279 CSCD Shares held by Add Treasure.
- (2) Mr. Zhang Haipeng is a non-executive director of CSCD.
- (3) Mr. Wu Mingqing is the chief executive officer and an executive director of CSCD.
- (4) Mr. Huang Jiang is a non-executive director of CSCD.

**By Order of the Board**  
**China State Construction**  
**International Holdings Limited**  
**Yan Jianguo**  
*Chairman and Non-executive Director*

**By Order of the Board**  
**China State Construction Development**  
**Holdings Limited**  
**Zhang Haipeng**  
*Chairman and Non-executive Director*

Hong Kong, 24 June 2022

*As at the date of this joint announcement, the CSC Board comprises Mr. Yan Jianguo as Chairman and non-executive director of CSC; Mr. Chen Xiaofeng as non-executive director of CSC; Mr. Zhang Haipeng (Chief Executive Officer of CSC), Mr. Zhou Hancheng and Mr. Hung Cheung Shew as executive directors of CSC; and Mr. Adrian David Li Man Kiu, Dr. Raymond Leung Hai Ming, Mr. Lee Shing See and Ms. Wong Wai Ching as independent non-executive directors of CSC.*

*As at the date of this joint announcement, the CSCD Board comprises Mr. Zhang Haipeng as Chairman and non-executive director of CSCD; Mr. Wu Mingqing (Vice Chairman and Chief Executive Officer of CSCD) and Mr. Wang Hai as executive directors of CSCD; Mr. Huang Jiang as non-executive director of CSCD; and Mr. Zhou Jinsong, Mr. Hong Winn and Ms. Kwong Sum Yee Anna as independent non-executive directors of CSCD.*

\* *for identification purposes only*