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中国铁建

中國鐵建股份有限公司

China Railway Construction Corporation Limited

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1186)

ANNOUNCEMENT

(1) CLOSURE OF REGISTER OF H SHAREHOLDERS IN RESPECT OF THE DISTRIBUTION OF FINAL DIVIDEND; AND (2) DISTRIBUTION OF FINAL DIVIDEND TO INVESTORS OF NORTHBOUND TRADING AND INVESTORS OF SOUTHBOUND TRADING

CLOSURE OF REGISTER OF H SHAREHOLDERS IN RESPECT OF THE DISTRIBUTION OF FINAL DIVIDEND

Reference is made to the announcement of voting results of 2015 annual general meeting published by China Railway Construction Corporation Limited (the “**Company**”) dated 16 June 2016. The profits distribution plan of the Company for the year ended 31 December 2015 has been considered and approved by the shareholders. The Company will distribute a final cash dividend of RMB0.15 per share (including tax) to the shareholders (the “**Final Dividend**”).

The Final Dividend is denominated and declared in Renminbi, and is payable to H shareholders in Hong Kong dollars. The relevant exchange rate is determined at RMB1.00 equivalent to HK\$1.1807 as the average of the middle exchange rate of Renminbi to Hong Kong dollars as announced by the People's Bank of China during one calendar week prior to the date of announcement of the Final Dividend (i.e. the date of the 2015 annual general meeting). Accordingly, the Final Dividend to the H shareholders is HK\$0.1771 per share (tax inclusive).

In order to determine entitlement of H shareholders to the Final Dividend, the register of H shareholders of the Company will be temporarily closed from Wednesday, 13 July 2016 to Monday, 18 July 2016, both days inclusive, during which period no transfer of H shares of the Company will be registered. In order to qualify for entitlement to the Final Dividend, all duly completed transfer forms of H shares of the Company accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 12 July 2016.

In respect of the distribution of the Final Dividend, for the A shareholders and H shareholders of the Company, the record dates are both Monday, 18 July 2016; for the A shareholders of the Company, the ex-entitlement date and the date of distribution of the Final Dividend are both Tuesday, 19 July 2016; for the H shareholders of the Company, the ex-entitlement date is Monday, 11 July 2016, and the date of distribution of the Final Dividend is Wednesday, 3 August 2016.

For the withholding and payment arrangements regarding enterprise income tax and individual income tax for the H shareholders on the Final Dividend under relevant laws and regulations, please refer to the circular of the Company dated 30 April 2016.

DISTRIBUTION OF FINAL DIVIDEND TO INVESTORS OF NORTHBOUND TRADING

For investors of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (including enterprises and individuals) investing in the A shares of the Company listed on the Shanghai Stock Exchange (the “**Investors of Northbound Trading**”), their Final Dividend will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the accounts of the nominees holding such shares. The Company will withhold and pay income taxes of 10% on behalf of those investors and will report to the tax authorities. For Investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date, the ex-entitlement date and the date of distribution of Final Dividend and other time arrangements for the Investors of Northbound Trading will be the same as those for the A shareholders of the Company.

DISTRIBUTION OF FINAL DIVIDEND TO INVESTORS OF SOUTHBOUND TRADING

For investors of the Shanghai Stock Exchange (including enterprises and individuals) investing in the H shares of the Company listed on the Hong Kong Stock Exchange (the “**Investors of Southbound Trading**”), the Company has entered into “the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading” (港股通H 股票現金紅利派發協議) with the Shanghai Branch of China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited, as the nominee holder of H shares for the Investors of Southbound Trading, will receive the Final Dividend distributed by the Company and distribute the Final Dividend to the relevant Investors of Southbound Trading through its depository and clearing system.

The Final Dividend for the Investors of Southbound Trading will be paid in RMB. Pursuant to the relevant requirements under the “Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect” (關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知) (Caishui [2014] No. 81), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date, the ex-entitlement date and the date of distribution of Final Dividend and other time arrangements for the Investors of Southbound Trading will be the same as those for the H shareholders of the Company.

By order of the Board
China Railway Construction Corporation Limited
MENG Fengchao
Chairman

Beijing, the PRC
27 June 2016

As at the date of this announcement, the board of directors comprises Mr. MENG Fengchao (Chairman and Executive Director), Mr. QI Xiaofei (Vice Chairman and Executive Director), Mr. ZHUANG Shangbiao (President and Executive Director), Mr. GE Fuxing (Non-executive Director), Mr. WANG Huacheng (Independent Non-executive Director), Mr. Patrick SUN (Independent Non-executive Director), Mr. CHENG Wen (Independent Non-executive Director) and Ms. Amanda Xiao Qiang LU (Independent Non-executive Director).