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中国建设银行

China Construction Bank

中國建設銀行股份有限公司

China Construction Bank Corporation

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

(Stock Code: 939)

Voting Results of the 2013 Annual General Meeting

The board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) announces that the 2013 Annual General Meeting (the “**AGM**”) was held onsite on 26 June 2014 at InterContinental Hong Kong, 18 Salisbury Rd, Tsim Sha Tsui, Hong Kong.

The AGM was convened by the Board and chaired by Mr. Wang Hongzhang, chairman of the Board. All of the directors and some of the supervisors and senior management of the Bank attended the AGM in person. The convening and procedures of the AGM were in compliance with the requirements of laws and regulations including the *Company Law of the People's Republic of China* and the *Articles of Association of the Bank* (the “**Articles of Association**”).

The number of issued shares of the Bank as at the date of the AGM was 250,010,977,486 shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM. In addition, when the Bank published the circular for 2013 annual general meeting dated 28 April 2014, none of the shareholders has stated the intention to vote against the relevant resolutions or to abstain from voting.

A total of 1,749 shareholders of the Bank and authorized proxies were present at the AGM. Shareholders of the Bank and authorized proxies who were present at the AGM hold an aggregate of 192,260,400,175 shares, representing 76.900783% of the total voting shares of the Bank.

Total number of shareholders and authorized proxies present at the AGM	1,749
Including: number of A-Share Holders	26
number of H-Share Holders	1,723
Total number of shares with voting rights	192,260,400,175
Including: total number of shares held by A-Share Holders	1,017,392,342
total number of shares held by H-Share Holders	191,243,007,833
Percentage of total shares of the Bank with voting rights	76.900783%
Including: percentage of total shares held by A-Share Holders	0.406939%
percentage of total shares held by H-Share Holders	76.493844%

Voting at the AGM was conducted by poll. Mr. Gao Hua and Ms. Hu Huiying, being shareholder's representatives and Mr. Jin Panshi, being supervisor of the Bank, were appointed to count the votes at the AGM. Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, was appointed as the scrutineer for the voting at the AGM.

All of the proposed resolutions were approved at the AGM. The voting results in respect of the resolutions at the AGM were as follows:

No.	Proposals	For		Against		Abstain	
		Number of Shares	Percentage	Number of Shares	Percentage	Number of Shares	Percentage
Ordinary Resolutions							
1	the 2013 report of Board of Directors	192,011,981,287	99.870790%	28,362,065	0.014752%	220,056,823	0.114458%
2	the 2013 report of Board of Supervisors	192,011,765,206	99.870678%	28,519,265	0.014834%	220,115,704	0.114488%
3	the 2013 final financial accounts	192,011,912,679	99.870755%	28,314,345	0.014727%	220,173,151	0.114518%
4	the 2013 profit distribution plan	192,067,469,323	99.899651%	130,049	0.000068%	192,800,803	0.100281%
5	the budget of 2014 fixed assets investment	192,067,252,060	99.899538%	278,265	0.000145%	192,869,850	0.100317%
6	the appointment of accounting firm for 2014	191,983,601,996	99.856030%	84,000,640	0.043691%	192,797,539	0.100279%
7	the re-election of Mr. Dong Shi as a Non-executive Director of the Bank	188,822,951,721	98.212087%	3,223,792,473	1.676784%	213,655,981	0.111128%
8	the election of Mr. Guo You as a Shareholder Representative Supervisor of the Bank	191,816,347,295	99.769036%	239,877,286	0.124767%	204,175,594	0.106197%
Special Resolution							
9	the plan on authorization to the Board of Directors granted by Shareholders' general meeting	192,037,278,042	99.883948%	27,570,289	0.014340%	195,551,844	0.101712%

Appointment of Director

Mr. Dong Shi will serve consecutively as a director of the Bank as resolved on the date of the AGM, and the term of office of Mr. Dong Shi shall expire on the date of the 2016 annual general meeting of the Bank. For the biographical details of Mr. Dong Shi, please refer to the circular for 2013 annual general meeting dated 28 April 2014 published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

Appointment and Resignation of Supervisor

Mr. Guo You will serve as a supervisor of the Bank as resolved on the date of the AGM, and the term of office of Mr. Guo You shall expire on the date of the 2016 annual general meeting of the Bank. For the biographical details of Mr. Guo You, please refer to the circular for 2013 annual general meeting dated 28 April 2014 published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

According to relevant regulations and due to his age, Mr. Zhang Furong has tendered his resignation as chairman of the board of supervisors and as a supervisor of the Bank. His resignation became effective from 26 June 2014. Mr. Zhang Furong has confirmed that he has no disagreement with the board of supervisors and there is no matter that needs to be brought to the attention of the shareholders of the Bank.

In the view of the board of supervisors of the Bank, Mr. Zhang Furong has effectively managed the work of the board of supervisors of the Bank, proactively enhanced the supervision mechanism, and made remarkable contribution in various aspects, such as motivating improvement of corporate governance, strengthening internal management and maintaining the Bank's sustainable and healthy development. The board of supervisors of the Bank highly appreciated Mr. Zhang Furong's contribution and would like to express its sincere gratitude.

Payment of 2013 Cash Dividends

The 2013 H share cash dividends of the Bank shall be Renminbi 0.300 Yuan per share (including tax) and will be paid on or around 8 August 2014 to shareholders of H shares whose names appear on the Bank's register of members on 9 July 2014. Pursuant to the Articles of Association, the dividends deriving from the shares held by the domestic shareholders of the Bank shall be paid in Renminbi whereas the dividends deriving from the shares held by other shareholders shall be paid in Hong Kong Dollars. The exchange rate between Renminbi and Hong Kong Dollars shall be the medium exchange rate between Renminbi and Hong Kong Dollars as announced by the People's Bank of China on the date of the AGM, which is 1 Hong Kong Dollar equals to Renminbi 0.79389 Yuan, and the 2013 cash dividends calculated based upon such exchange rate shall be Hong Kong Dollar 0.37788611 per share (including tax).

In order to determine the shareholders of the H shares who are entitled to receive the 2013 cash dividends, the register of members of H shares of the Bank will be closed from 4 July 2014 to 9 July 2014, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H shares who wish to receive the 2013 cash dividends must lodge the share certificates together with the transfer documents at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 4:30 p.m. on 3 July 2014. The address of the share registrar Computershare Hong Kong Investor Services Limited is Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. The last trading day of the Bank's H shares before the ex-dividend date will be 30 June 2014, and the dividends will be excluded from 2 July 2014.

According to the relevant laws and regulations of the PRC, the Bank is required to withhold corporate income tax at the rate of 10% before distributing the 2013 cash dividends to non-resident enterprise shareholders. Any shares being held by non-resident enterprise shareholders will be subject to the withholding of the corporate income tax.

According to the relevant laws and regulations of the PRC, the Bank shall withhold and pay the individual income tax in respect of the dividend received by the H share individual shareholders from the Bank. The individual shareholders of the Bank may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries in which the individual shareholders are domiciled and the tax arrangements between Mainland China and Hong Kong/Macau. According to Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 Document issued by the State Administration of Tax, the dividend to be distributed by the Bank to the H share individual shareholders is subject to the individual income tax with a tax rate of 10% in general. However, the tax rates may vary depending on the relevant tax laws, regulations and tax treaties.

The Bank has appointed Bank of China (Hong Kong) Trustees Limited (the "**Receiving Agent**") to receive the 2013 cash dividends on behalf of the shareholders of H shares of the Bank. The dividend warrants for the 2013 cash dividends will be issued by the Receiving Agent and will be posted by ordinary mail to shareholders of H shares on or around 8 August 2014 (the dividend distribution date of the 2013 cash dividends).

Lawyer's Certification

Haiwen & Partners has certified the AGM and issued the legal opinion stating that the convening and procedures of the AGM, the voting process, the qualifications of attendees and the qualifications of the conveners are in compliance with the relevant laws and regulations as well as the Articles of Association. The voting results of the AGM are legal and valid.

By order of the Board
China Construction Bank Corporation
Zhang Jianguo
Vice Chairman, Executive Director and President

26 June 2014

As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Zhang Jianguo, Mr. Zhu Hongbo and Mr. Hu Zheyi; the non-executive directors of the Bank are Mr. Qi Shouyin, Ms. Chen Yuanling, Mr. Xu Tie, Mr. Guo Yanpeng and Mr. Dong Shi; and the independent non-executive directors of the Bank are Mr. Zhang Long, Ms. Elaine La Roche, Mr. Chung Shui Ming Timpson, Mr. Wim Kok, Mr. Murray Horn and Ms. Margaret Leung Ko May Yee.