

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)

**Announcement on
the Resolutions of the Meeting of the Board of Directors
(12 June 2015)**

The meeting of the board of directors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 12 June 2015 in Beijing. The Bank issued the written notice of the Meeting on 29 May 2015. The Meeting was chaired by Mr. Wang Hongzhang, chairman of the board of directors of the Bank (the “**Board**”). 12 directors were entitled to be present at the Meeting and 11 directors attended the Meeting in person. Mr. Chung Shui Ming Timpson, a director of the Board, appointed Ms. Elaine La Roche, a director of the Board, as his proxy to attend and vote on his behalf. The convening of the Meeting complied with the provisions of the *Company Law of the People's Republic of China* and the *Articles of Association of the Bank* and other relevant rules.

The following resolutions were considered and approved at the Meeting:

I. Proposal regarding the Internal Measures on Transaction Management of the Bank

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

II. Proposal on the Appointment of Mr. Li Jun as a Member of each of the Strategy Development Committee and Audit Committee

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Mr. Li Jun be appointed as a member of each of the Strategy Development Committee and the Audit Committee of the Board. The appointments of Mr. Li Jun in the committees will become effective upon the approval of the shareholders' general meeting of his appointment as a non-executive director and the approval of his qualifications as a director by the China Banking Regulatory Commission.

III. Proposal on the Appointment of Ms. Hao Aiqun as a Member of each of the Strategy Development Committee and Risk Management Committee

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Ms. Hao Aiqun be appointed as a member of each of the Strategy Development Committee and the Risk Management Committee of the Board. The appointments of Ms. Hao Aiqun in the committees will become effective upon the approval of the shareholders' general meeting of her appointment as a non-executive director and the approval of her qualifications as a director by the China Banking Regulatory Commission.

IV. Proposal on the Appointment of Mr. Wim Kok as Chairman of Nomination and Remuneration Committee

Voting results of the proposal: voted in favour: 11 votes, voted against: 0 vote, abstained from voting: 1 vote (Mr. Wim Kok abstained from voting).

It was resolved that Mr. Wim Kok be appointed to serve as chairman of the Nomination and Remuneration Committee of the Board.

V. Proposal on the Appointment of Mr. Wang Zuji as President of the Bank

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors: Agreed.

It was resolved that Mr. Wang Zuji be appointed to serve as president of the Bank. Mr. Wang Zuji satisfies the qualifications and requirements to serve as president as provided for in relevant laws, regulations and the *Articles of Association of the Bank*. Mr. Wang Zuji will take office upon the approval of his qualifications by the China Banking Regulatory Commission.

Please refer to the Supplemental Circular of the 2014 Annual General Meeting dated 14 May 2015 published on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for the biographical details of Mr. Wang Zuji.

VI. Proposal on the Appointment of Mr. Wang Zuji as Vice-chairman of the Board

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Mr. Wang Zuji be appointed as vice-chairman of the Board. The appointment of Mr. Wang Zuji as vice-chairman of the board will become effective upon the approval of the shareholders' general meeting of his appointment as an executive director and the approval of his qualifications as a director by the China Banking Regulatory Commission.

VII. Proposal on the Appointment of Mr. Wang Zuji as a Member of each of the Strategy Development Committee and the Risk Management Committee

Voting results of the proposal: voted in favour: 12 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Mr. Wang Zuji be appointed as a member of each of the Strategy Development Committee and the Risk Management Committee of the Board. The appointments of Mr. Wang Zuji in the committees will become effective upon the approval of the shareholders' general meeting of his appointment as an executive director and the approval of his qualifications as a director by the China Banking Regulatory Commission.

Announcement of the captioned matters is hereby given.

By order of the Board
China Construction Bank Corporation
Wang Hongzhang
Chairman and Executive Director

12 June 2015

As at the date of this announcement, the executive director of the Bank are Mr. Wang Hongzhang and Mr. Zhang Jianguo; the non-executive directors of the Bank are 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.