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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)

Announcement in Relation to the Approval from CSRC Concerning the Issuance of Offshore Preference Shares

On 3 December 2015, China Construction Bank Corporation (the “**Bank**”) received the “Approval from CSRC concerning the Issuance of Offshore Preference Shares by China Construction Bank Corporation” (Zheng Jian Xu Ke [2015] No.2803) issued by the China Securities Regulatory Commission (the “**CSRC**”) pursuant to which, the CSRC approved the Bank’s issuance of up to 200 million offshore preference shares, with each offshore preference share having a par value of RMB100. The offshore preference shares may be listed on The Stock Exchange of Hong Kong Limited after issuance. Furthermore, the mandatory conversion of the offshore preference shares into ordinary shares upon the occurrence of any trigger events was also approved and any ordinary shares so converted may be listed on The Stock Exchange of Hong Kong Limited.

The Board of Directors of the Bank will deal with the relevant matters in respect of the issuance of offshore preference shares in accordance with relevant laws and regulations, the requirements set out in the relevant approvals from the regulatory authorities including the CSRC and the authorisations granted by the shareholders’ general meeting of the Bank.

Announcement of the captioned matters is hereby given.

By order of the Board

China Construction Bank Corporation

Wang Zuji

Vice Chairman, Executive Director and President

4 December 2015

As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Wang Zuji, Mr. Pang Xiusheng and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Mr. Li Jun, Ms. Chen Yuanling, Ms. Hao Aiqun, 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.