



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)

Date: 19 November 2010

Dear Qualifying H Shareholder(s),

Reference is made to the prospectus (the "**H Share Rights Issue Prospectus**") issued by China Construction Bank Corporation (the "**Bank**") dated 19 November 2010 in relation to the H Share Rights Issue. Terms defined in the H Share Rights Issue Prospectus bear the same meanings when used herein unless the context otherwise requires. In accordance with the terms and subject to the conditions set out in the H Share Rights Issue Prospectus accompanying this document dispatched to the Qualifying H Shareholders and subject to the Articles of Association, the Directors have provisionally allotted to you the H Rights Shares on the basis of 0.7 H Rights Shares for every 10 existing H Shares registered in your name on the H Share Register on the H Share Record Date (i.e. at the close of business on 16 November 2010). Your holding of H Shares on the H Share Record Date is set out in Box A and the number of H Rights Shares provisionally allotted to you is set out in Box B of the Provisional Allotment Letter.

Any H Rights Shares provisionally allotted, but not accepted by the Qualifying H Shareholders or otherwise not subscribed for by transferees of Nil Paid H Rights, will be available for excess applications by the Qualifying H Shareholders using the accompanying Excess Application Form. The H Rights Shares, when subscribed for, issued and fully paid, will rank par passu in all respects with the H Shares then in issue such that holders of fully paid H Rights Shares will be entitled to receive all future dividends and distributions which are declared, made or paid after the date of allotment as to the H Rights Shares.

The Prospectus Documents have not been and will not be registered or filed under the applicable securities or equivalent legislation of any jurisdictions other than Hong Kong. No action has been taken to permit a public offering of the Nil Paid H Rights and/or the H Rights Shares or the distribution of the Prospectus Documents in any territory outside Hong Kong.

No person receiving the H Share Rights Issue Prospectus or a Provisional Allotment Letter or an Excess Application Form in any territory outside Hong Kong may treat it as an offer or invitation to apply for the H Rights Shares or excess H Rights Shares, unless in a territory where such an offer or invitation could lawfully be made without compliance with any registration or other legal and regulatory requirements thereof. It is the responsibility of anyone outside Hong Kong wishing to take up its Nil Paid H Rights or make an application for or excess H Rights Shares to satisfy itself, before acquiring any Nil Paid H Rights or to apply for excess H Rights Shares, as to the observance of the laws and regulations of all relevant territories, including obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such territory in connection therewith without prejudice to the foregoing. The Bank reserves the right to refuse to permit any H Shareholder to take up its Nil Paid H Rights or apply for excess H Rights Shares where it believes that doing so would violate applicable securities legislations or other laws or regulations of any jurisdiction.

No provisional allotment of the H Rights Shares has been or will be made to the Excluded Shareholders and no Provisional Allotment Letter or Excess Application Form is being sent to them. Arrangements will be made for the Nil Paid H Rights of the Excluded Shareholders who hold their existing H Shares in certificated form to be provisionally allotted to a nominee or nominees appointed by the Bank for the benefit of the Excluded Shareholders and, if a premium (net of expenses) can be obtained, to be sold on such Excluded Shareholders' behalf on the Hong Kong Stock Exchange as soon as practicable after the commencement of the dealings in the Nil Paid H Rights. The proceeds of such sale (net of expenses), will be divided on a pro rata basis and paid to the Excluded Shareholders, provided that individual amounts of HK\$100 or less will be paid to the Bank for its own benefit. With respect to the Excluded Shareholders who hold interests in H Shares through CCASS, their nominees, custodians or other intermediaries may sell, on such Excluded Shareholders' behalf, their entitlements to the Nil Paid H Rights in compliance with applicable securities laws and distribute the proceeds thereof as appropriate.

The Bank will send the H Share Rights Issue Prospectus to the Excluded Shareholders, to the extent reasonably practicable and legally permitted, for their information only, provided that the H Share Rights Issue Prospectus shall not be sent to the Excluded Shareholders who are known to the Bank to be resident in the United States. The Bank will not send Provisional Allotment Letters or Excess Application Form to the Excluded Shareholders.

PROCEDURE FOR ACCEPTANCE AND PAYMENT

To take up all your provisional allotment and entitlements in full, you must lodge the whole of this original Provisional Allotment Letter at any of the branches of China Construction Bank (Asia) Corporation Limited as mentioned below together with a remittance for the full amount payable on acceptance, as set out in Box C by no later than **4:00 p.m. on 8 December 2010**. This will constitute acceptance of the provisional allotment and entitlements on the terms of this Provisional Allotment Letter and the H Share Rights Issue Prospectus and subject to the Articles of Association. Unless otherwise agreed by the Bank, all remittances must be made in Hong Kong dollars and by cheque or cashier's order. Cheques must be drawn on an account with, and cashier's order must be issued by, a licensed bank in Hong Kong. All such cheques and cashier's order must be made payable to "**CCB Nominees Limited – CCB – PAL**" and must be crossed. No receipt will be given for such remittances. All enquiries in connection with this Provisional Allotment Letter should be addressed to the H Share Registrar at (852) 2862 8646 or China Construction Bank (Asia) Corporation Limited at (852) 2779 5533.

Hong Kong Island

Branch Name
Central Branch
Sai Ying Pun Branch
Wanchai Hennessy Road Branch
Causeway Bay Plaza Branch
Shau Kei Wan Branch

Address
6 Des Voeux Road Central, Central
73 Des Voeux Road West, Sai Ying Pun
139 Hennessy Road, Wanchai
G/F, Causeway Bay Plaza 1, Causeway Bay
2 Po Man Street, Shaukeiwan

Opening hours from 19 November 2010 to 8 December 2010 (both days inclusive):

Monday to Friday: 9:00 a.m. to 5:00 p.m.;
Saturday: 9:00 a.m. to 1:00 p.m.; and
Acceptance Day (8 December 2010): 9:00 a.m. to 4:00 p.m.

Kowloon

Yaumati Branch
Mongkok Nathan Road Branch
Kwun Tong Branch

566 Nathan Road, Yaumati
788 Nathan Road, Mongkok
56 Hoi Yuen Road, Kwun Tong

New Territories

Tsuen Wan Branch
Shatin Plaza Branch

282 Sha Tsui Road, Tsuen Wan
Shop 5, Level 1, Shatin Plaza, Shatin

It should be noted that unless this Provisional Allotment Letter, duly completed, together with the appropriate remittance for the amount as shown in Box C, has been lodged in the manner as described above by no later than 4:00 p.m. on 8 December 2010, whether by the original allottee or any person in whose favour the rights to subscribe for the H Rights Shares (if any) have been validly transferred, your provisional allotment and all rights and entitlements hereunder will be deemed to have been declined and will be cancelled and such H Rights Shares will be available for application on Excess Application Forms by other Qualifying H Shareholders. The Bank may (at its sole discretion) treat a Provisional Allotment Letter as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions. Completion and return of this Provisional Allotment Letter will constitute a warranty and representation to the Bank that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong, in connection with the Provisional Allotment Letter and any acceptance of it, have been or will be, duly complied with. The Bank reserves the right to refuse to accept any application for the H Rights Shares where it believes that in doing so would violate the applicable securities legislations or other laws or regulations of any jurisdiction.

TRANSFER

If you wish to transfer all of your Nil Paid H Rights, you must complete and sign the form of transfer and nomination (Form B), and hand the original Provisional Allotment Letter to the person(s) to or through whom you are transferring your rights hereunder. The transferee(s) must then complete and sign the registration application form (Form C) and lodge the Provisional Allotment Letter intact together with a remittance for the full amount payable on acceptance as set out in Box C at any one of the branches of China Construction Bank (Asia) Corporation Limited as mentioned above by no later than 4:00 p.m. on 8 December 2010. Unless otherwise agreed by the Bank, all remittances must be made in Hong Kong dollars and by cheque or cashier's order. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "**CCB Nominees Limited – CCB – PAL**" and must be crossed. It should be noted that stamp duty is payable in connection with the transfer of your Nil Paid H Rights to the transferee(s) and the acceptance by the transferee(s) of such rights. The Bank reserves the right to refuse to register any transfer in favour of any person in respect of which the Bank believes such transfer may violate applicable legal or regulatory requirements.

SPLITTING

If you wish to accept only part of your provisional allotment or wish to transfer all or part of your provisional allotment to more than one person, the original Provisional Allotment Letter must be surrendered and lodged for cancellation together with a covering letter stating clearly the number of split Provisional Allotment Letters required and the number of Nil Paid H Rights to be comprised in each split Provisional Allotment Letter (which in aggregate, should be equal to the number of H Rights Shares provisionally allotted to such holder as stated in Box B) by no later than 4:30 p.m. on 30 November 2010 to the H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong which will cancel the original Provisional Allotment Letter and issue new Provisional Allotment Letter(s) in the number of H Rights Shares applied for.

FRACTIONS OF H RIGHTS SHARES

The Bank will not provisionally allot fractions of H Rights Shares to the H Shareholders. The H Rights Shares representing the aggregate of all the fractions of the H Rights Shares (rounded down to the nearest whole number) will be provisionally allotted to a nominee appointed by the Bank and, if a premium (net of expenses) can be obtained, will be sold by the Bank or its appointed nominee in the market as soon as practicable after the commencement in dealing in the Nil Paid H Rights and the net proceeds of such sale will be provisionally allotted by the Bank for its own benefit. Any unsold fractions of H Rights Shares will be available for excess application by Qualifying H Shareholders.

EXCESS H RIGHTS SHARES

Qualifying H Shareholders may apply, by way of excess applications, for any unsold entitlements of the Excluded Shareholders, any unsold fractional entitlements and any H Rights Shares provisionally allotted but not accepted by Qualifying H Shareholders or otherwise not subscribed for by transferees of the Nil Paid H Rights.

Application for excess H Rights Shares may be made by completing a prescribed form of application for excess H Rights Shares. Any excess H Rights Shares will, at the sole discretion of the Directors, be allocated and allotted on a fair and reasonable basis and as far as practicable, (i) preference will be given to those applications that will top up odd lots into whole board lots, unless the total number of excess H Rights Shares are not sufficient to top up all odd lots into whole board lots or the Directors are satisfied that such applications are made with the intent to abuse this mechanism, and (ii) after applying the principle (i) above, the remaining excess H Rights Shares (if preference will be given) or all excess H Rights Shares (if no preference will be given) will be allocated to Qualifying H Shareholders who have applied for excess H Rights Shares on a pro rata basis with reference to their number of H Rights Shares applied for.

Beneficial H Shareholders with their H Shares held by a registered H Shareholder, or which are held in CCASS, should note that the registered H Shareholder (including HKSCC Nominees Limited) is regarded as a single H Shareholder according to the register of members of the Bank. Accordingly, Beneficial H Shareholders whose H Shares are registered in the name of a registered H Shareholder, or which are held in CCASS, should note that the aforesaid arrangement in relation to the top-up of odd lots for allocation of excess H Rights Shares will not be extended to them individually.

If you wish to apply for any H Rights Shares in addition to your provisional allotment under the H Share Rights Issue, you must complete and sign the Excess Application Form and lodge the Excess Application Form together with a separate remittance for the amount payable on application in respect of the excess H Rights Shares applied for, with any one of the branches of China Construction Bank (Asia) Corporation Limited as mentioned above by no later than 4:00 p.m. on 8 December 2010. Unless otherwise agreed by the Bank, all remittances must be made in Hong Kong Dollars and by cheque or cashier's order. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "**CCB Nominees Limited – CCB – EAF**" and must be crossed. An announcement of the results of acceptance of and excess applications for H Rights Shares will be published on 14 December 2010. There is no guarantee that the Bank will allot and issue any excess H Rights Shares that you apply for.

CHEQUES AND CASHIER'S ORDER

All cheques and cashier's orders will be presented for payment immediately upon receipt and all interest earned on such monies will be retained for the benefit of the Bank. Any Provisional Allotment Letter in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected. Completion and return of a Provisional Allotment Letter with a cheque and/or cashier's order, whether by you or by any nominated transferee will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Without prejudice to other rights of the Bank in respect thereof, the Bank reserves the right to reject any Provisional Allotment Letter in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and, in such event, the relevant provisional allotment and all rights and entitlements given pursuant to it will be deemed to have been declined and will be cancelled. You must pay the exact amount payable on application for the H Rights Shares, underpaid application will be rejected. In the event of overpaid application, a refund cheque will be made out to you only if the overpaid amount is HK\$100 or above. Subject to the fulfilment of the conditions of the H Share Rights Issue, refund cheques in respect of wholly or partially unsuccessful applications for excess H Rights Shares (if any) are expected to be posted by ordinary post at your own risk to your registered addresses, or other persons entitled thereto, on or about 15 December 2010.

SHARE CERTIFICATES AND REFUND CHEQUES

It is expected that the certificates for the H Rights Shares will be posted by the H Share Registrar, Computershare Hong Kong Investor Services Limited, to those entitled thereto by ordinary mail at their own risk to their registered addresses on or about 15 December 2010. Refund Cheques in respect of wholly or partially unsuccessful applications for excess H Rights Shares (if any) are expected to be posted to those entitled by ordinary mail at their own risk on or about 15 December 2010.

You will receive one share certificate for the entitlement to the H Rights Shares in fully paid form.

QUALIFYING H SHAREHOLDERS AND EXCLUDED SHAREHOLDERS

To qualify for the subscription of the H Rights Shares, an H Shareholder must be registered as a member of the Bank at the close of business on 16 November 2010 and must not be an Excluded Shareholder.

Excluded Shareholders are those H Shareholders or Beneficial H Shareholders with registered addresses in, or who are otherwise known by the Bank to be residents of, places outside Hong Kong and in respect of whom the Directors, based on enquiries made by the Directors, consider it necessary or expedient not to offer the H Rights Shares on account either of the legal restrictions under the laws of the relevant place in which the H Shareholder or Beneficial H Shareholder is located or the requirements of the relevant regulatory body or stock exchange in that place.

For the purposes of the H Share Rights Issue, the Excluded Shareholders are:

- H Shareholders whose name(s) appeared in the register of members of the Bank at the close of business on the H Share Record Date and whose address(es) as shown in such register is/are in any of the Specified Territories, except for those H Shareholders with addresses in the PRC or the United States who fulfil the relevant requirements to the satisfaction of the Bank; and
- any H Shareholders or Beneficial H Shareholders at that time who are otherwise known by the Bank to be resident in any of the Specified Territories, except for those H Shareholders or Beneficial H Shareholders resident in the PRC or the United States who fulfil the relevant requirements to the satisfaction of the Bank.

Notwithstanding any other provision in Prospectus Documents, the Bank reserves the right to permit any H Shareholder or Beneficial H Shareholder to take up his/her/its rights if the Bank, in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to the legislation or regulations giving rise to the restrictions in question.

Receipt of the Prospectus Documents or the crediting of Nil Paid H Rights to a stock account in CCASS does not and will not constitute an offer in those jurisdictions in which it would be illegal to make an offer and, in those circumstances, the Prospectus Documents must be treated as sent for information only and should not be copied or redistributed. You agree to disclose to the Bank and/or its H Share Registrar and their respective advisors and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the H Share Rights Issue, distribute or send the same in, into or from, or transfer Nil Paid H Rights to any person, in or from, any of the Specified Territories. If a Provisional Allotment Letter, an Excess Application Form or a H Share Rights Issue Prospectus or a credit of Nil Paid H Rights in CCASS is received by any person in any such territory, or by his/her/its agent or nominee, he/she/it should not seek to take up the rights referred to in the Provisional Allotment Letter or transfer the Provisional Allotment Letter (or apply for any excess H Rights Shares under the Excess Application Form) or transfer the Nil Paid H Rights in CCASS unless the Bank determines that such actions would not violate applicable legal or regulatory requirements.

LIMITED CATEGORIES OF PERSONS IN THE SPECIFIED TERRITORIES, WHO MAY BE ABLE TO TAKE UP THEIR NIL PAID H RIGHTS TO SUBSCRIBE FOR THE H RIGHTS SHARES UNDER THE H SHARE RIGHTS ISSUE

Notwithstanding what is said in the section headed "Qualifying H Shareholders and Excluded Shareholders" above, the following limited categories of persons in the Specified Territories may be able to take up their rights under the H Share Rights Issue:

- H Shareholders or Beneficial H Shareholders in the United States are generally Excluded Shareholders, however, a limited number of H Shareholders and Beneficial H Shareholders in the United States who the Bank reasonably believes are QIBs may be able to take up their Nil Paid Rights to subscribe for H Rights Shares being offered in the H Share Rights Issue in transactions exempt from registration requirements under the U.S. Securities Act, provided that they fulfil relevant requirements to the satisfaction of the Bank, including confirming to the Bank in writing that they satisfy the requirements to be a QIB as defined under Rule 144A of the U.S. Securities Act and representing to the Bank that their financial status satisfies the relevant exemption requirements in the United States and stating in writing to the Bank, their intentions in subscribing for the H Rights Shares.
- Huijin, the Minority Promoters, QDIs and other PRC investors in the PRC may be able to take up their Nil Paid H Rights to subscribe for H Rights Shares being offered in the H Share Rights Issue, provided that they fulfil the relevant requirements under PRC laws and regulations.

In each case, the Bank reserves the absolute discretion in determining whether to allow such participation as well as the identity of the persons who may be allowed to do so.

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this Provisional Allotment Letter, each subscriber of H Rights Shares being offered and sold outside the United States hereby represents and warrants to the Bank and the Underwriters and to any person acting on their behalf, unless in their sole discretion the Bank and the Underwriters waive such requirement that:

- he/she/it was a H Shareholder as at the H Share Record Date, or he/she/it lawfully acquired or may lawfully acquire the Nil Paid H Rights, directly or indirectly, from such a person;
- he/she/it may lawfully be offered, take up, obtain, subscribe for and receive the Nil Paid H Rights and/or the H Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- he/she/it is not resident or located in, or a citizen of, the United States;
- he/she/it is not accepting an offer to acquire or take up the Nil Paid H Rights or H Rights Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of the United States at the time the instruction to accept was given;
- he/she/it is not taking up for the account of any person who is located in the United States, unless:
 - the instruction to take up was received from a person outside the United States; and
 - the person giving such instruction has confirmed that (x) it has the authority to give such instruction, and (y) either (A) has investment discretion over such account or (B) is an investment manager or investment company that is acquiring the H Rights Shares in an "offshore transaction" within the meaning of Regulation S under the U.S. Securities Act;
- he/she/it is acquiring the Nil Paid H Rights and/or the H Rights Shares in an "offshore transaction" as defined in Regulation S under the U.S. Securities Act;
- he/she/it has not been offered the H Rights Shares by means of any "directed selling efforts" as defined in Regulation S under the U.S. Securities Act;
- he/she/it is not acquiring the Nil Paid H Rights or H Rights Shares with a view to the offer, sale, transfer, delivery or distribution, directly or indirectly, of such the Nil Paid H Rights or H Rights Shares into the United States; and
- he/she/it understands that neither the Nil Paid H Rights nor the H Rights Shares have been or will be registered under the U.S. Securities Act or with any securities regulatory authority of any state, territory, or possession of the United States and the Nil Paid H Rights or H Rights Shares are being distributed and offered outside the United States in reliance on Regulation S under the U.S. Securities Act. Consequently he/she/it understands that the Nil Paid H Rights or H Rights Shares may not be offered, sold, pledged or otherwise transferred in or into the United States, except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the U.S. Securities Act.

GENERAL

Lodgment of the Provisional Allotment Letter with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour it has been issued, shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split Provisional Allotment Letters and/or the share certificates for H Rights Shares.

The Provisional Allotment Letter and any acceptance of the offer contained herein shall be governed by, and construed in accordance with, the laws of Hong Kong.

Further copies of the H Share Rights Issue Prospectus giving details of the H Share Rights Issue are available from the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong during normal business hours.

All documents, including cheques for refund, will be sent by ordinary mail at the risk of the relevant applicants or other persons entitled thereto.

Nil Paid H Rights are expected to be traded in board lots of 1,000 (as the existing H Shares are currently traded on the Hong Kong Stock Exchange in board lots of 1,000). References in the Provisional Allotment Letter to time are to Hong Kong time unless otherwise stated.

By completing, signing and submitting the Provisional Allotment Letter, you agree to disclose to the Bank and/or its H Share Registrar and their respective advisors and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of H Rights Shares. The Personal Data Privacy Ordinance provides the holders of securities with rights to ascertain whether the Bank or its H Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data Privacy Ordinance, the Bank and its H Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Bank, at its principal place of business in Hong Kong at 44-45/F, Tower One, Lippo Centre, 89 Queensway, Admiralty, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary or (as the case may be) the H Share Registrar.

Yours faithfully,
for and on behalf of
China Construction Bank Corporation
Zhang Jianguo
Vice chairman, Executive Director and President