



# 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)**

## Proxy Form for the First EGM of 2012 to be held on 16 January 2012

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_,  
being the registered holder(s) of \_\_\_\_\_ H shares<sup>(Note 2)</sup>  
of RMB1.00 each in the share capital of China Construction Bank Corporation (the "Bank") HEREBY APPOINT  
THE CHAIRMAN OF THE MEETING<sup>(Note 3)</sup> or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and act for me/us at the First EGM of 2012 (the "Meeting") to be held at No. 25 Financial  
Street, Xicheng District, Beijing on 16 January 2012 at 11:00 a.m. for the purposes of considering and, if thought  
fit, passing the resolution of the First EGM of 2012 and at the Meeting to vote for me/us and in my/our name(s)  
in respect of the resolution as indicated below.<sup>(Note 4)</sup>

	ORDINARY RESOLUTION	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
1.	ELECTION OF MR. WANG HONGZHANG AS THE EXECUTIVE DIRECTOR OF THE BANK			

Dated this \_\_\_\_\_

Signature<sup>(Note 5)</sup> \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Bank registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out the words "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. A member may appoint one proxy to attend and vote instead of him. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN".** Failure to complete any or all the boxes will entitle your proxy to cast votes at his/her discretion. Unless instructed otherwise, he/she may also vote or abstain from voting in his/her discretion on any other business (including supplemental proposals) which may properly come before the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to sign the same.
6. In the case of joint holders of any share, any one of such joint holders may vote at the Meeting. If more than one of such joint holders is present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the Register of Members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
7. This proxy form together with the power of attorney (if any) or other authority under which it is signed (if any) must be deposited to the Bank's share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the time for holding the Meeting.
8. The proxy need not be a shareholder of the Bank but must attend the Meeting in person to represent you.
9. Completion and delivery of the proxy form will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.