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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 on the Resolutions of the Meeting of the Board of Directors

The meeting of the board of directors (the “**Board**”) (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 7 June 2012 in Hong Kong. 14 directors were entitled to present at the Meeting and 14 directors attended the Meeting in person. The number of directors present at the Meeting complied with the provisions of the Company Law of the People’s Republic of China, the Articles of Association of the Bank and relevant regulations.

The following resolutions were considered and approved at the Meeting:

1. Proposal for the Re-appointment of Mr. Chen Zuofu as a Member of the Relevant Special Committees under the Board

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Mr. Chen Zuofu be re-appointed as a member of the strategy development committee, the risk management committee and the related party transactions committee. Mr. Chen Zuofu will perform his duties and responsibilities as a member of the above-mentioned three special committees from the date this proposal is approved by the Board.

2. Proposal for the Nomination of Ms. Elaine La Roche as a Member of the Relevant Special Committees under the Board

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Ms. Elaine La Roche be nominated as a member of the strategy development committee, the audit committee and the nomination and compensation committee. Ms. Elaine La Roche will perform her duties and responsibilities as a member of the above-mentioned three special committees after her credentials as directorship of the Bank are approved by the China Banking Regulatory Commission.

3. Proposal for the Nomination of Ms. Cathy Pui Ling Cheng as Company Secretary of the Bank

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that Ms. Cathy Pui Ling Cheng be appointed as the company secretary of the Bank.

Ms. Cathy Pui Ling Cheng, aged 44, is a Hong Kong citizen. She obtained her bachelor's degree in law from The University of Hong Kong in 1989 and the qualification of solicitor from the High Court of Hong Kong Special Administrative Region in 1992. She now serves as the company secretary of China Construction Bank (Asia) Corporation Limited. She has over 20 years of legal and company secretarial experience, serving various corporations, including Industrial and Commercial Bank of China Limited, Industrial and Commercial Bank of China (Asia) Limited, PCCW Limited and Hang Lung Group Limited.

Ms. Chan Mei Sheung resigned from the office of the company secretary of the Bank. Ms. Chan Mei Sheung confirmed that she had no disagreement with the Board, and there was nothing which needs to be brought to the attention of the Stock Exchange of Hong Kong Limited or the shareholders of the Bank.

4. Proposal for *Risk Appetite Statement of the Bank*

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

5. Proposal of *Implementation Proposal on "2011-2015 Overseas Development Plan"*

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Announcement of the captioned matter is hereby given.

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

7 June 2012

As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Zhang Jianguo, Mr. Chen Zuofu and Mr. Zhu Xiaohuang; the independent non-executive directors of the Bank are Mr. Yam Chi Kwong, Joseph, Dame Jenny Shipley, Mr. Zhao Xijun and Mr. Wong Kai-Man; and the non-executive directors of the Bank are Mr. Wang Yong, Mr. Zhu Zhenmin, Ms. Li Xiaoling, Mr. Lu Xiaoma, Ms. Chen Yuanling and Mr. Dong Shi.