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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)

NOTICE OF 2012 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2012 Annual General Meeting of China Construction Bank Corporation (the “Bank”) will be held at 10:00 a.m. on 6 June 2013 at No. 25, Financial Street, Xicheng District, Beijing, to consider and, if thought fit, pass the following resolutions:

AS ORDINARY RESOLUTIONS

1. the 2012 report of Board of Directors
2. the 2012 report of Board of Supervisors
3. the 2012 final financial accounts
4. the 2012 profit distribution plan
5. the budget of 2013 fixed assets investment
6. the appointment of external auditors for 2013
7. the election of Directors of the Bank
 - 7.1. Re-appointment of Mr. Zhang Jianguo as an Executive Director of the Bank
 - 7.2. Re-appointment of Mr. Zhao Xijun as an Independent Non-executive Director of the Bank

- 7.3. Re-appointment of Ms. Chen Yuanling as a Non-executive Director of the Bank
- 7.4. Appointment of Mr. Zhu Hongbo as an Executive Director of the Bank
- 7.5. Appointment of Mr. Hu Zheyi as an Executive Director of the Bank
- 7.6. Appointment of Mr. Chung Shui Ming Timpson as an Independent Non-executive Director of the Bank
- 7.7. Appointment of Ms. Margaret LEUNG KO May Yee as an Independent Non-executive Director of the Bank
- 7.8. Appointment of Mr. Wim Kok as an Independent Non-executive Director of the Bank
- 7.9. Appointment of Mr. Murray Horn as an Independent Non-executive Director of the Bank
- 7.10. Appointment of Mr. Xu Tie as a Non-executive Director of the Bank
- 7.11. Appointment of Mr. Qi Shouyin as a Non-executive Director of the Bank
- 7.12. terms of office of proposed Directors
8. the election of Supervisors of the Bank;
 - 8.1. Re-appointment of Mr. Zhang Furong as a shareholder representative Supervisor of the Bank
 - 8.2. Re-appointment of Ms. Liu Jin as a shareholder representative Supervisor of the Bank
 - 8.3. Appointment of Ms. Li Xiaoling as a shareholder representative Supervisor of the Bank
 - 8.4. Appointment of Mr. Bai Jianjun as an external Supervisor of the Bank

AS SPECIAL RESOLUTIONS

9. issuance of write-down type eligible capital instruments in the amount of up to RMB60 billion by the end of 2015
10. revisions to the Articles of Association

Reference Documents to the 2012 Annual General Meeting

Work report of the Independent Directors for the year of 2012

Details of the above proposals are set out in the 2012 Annual General Meeting circular of the Bank dated 22 April 2013. Unless otherwise indicated, the capitalised terms used in the notice shall have the same meaning as those defined in the circular.

By order of the Board

China Construction Bank Corporation

Zhang Jianguo

Vice Chairman, Executive Director and President

22 April 2013

As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang and Mr. Zhang Jianguo; the independent non-executive directors of the Bank are Mr. Yam Chi Kwong, Joseph, Dame Jenny Shipley, Ms. Elaine La Roche, 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, Ms. Chen Yuanling and Mr. Dong Shi.

Notes:

1. The voting at the 2012 Annual General Meeting will be taken by way of registered poll.
2. In order to determine the Shareholders of the H shares who are entitled to attend the 2012 Annual General Meeting, the Bank's register of members will be closed from 7 May 2013 to 6 June 2013, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H Shares who wish to attend the 2012 Annual General Meeting must lodge the share certificates together with the transfer documents at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 4:30 p.m. on 6 May 2013. The address of the share registrar Computershare Hong Kong Investor Services Limited is Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
3. A Shareholder entitled to attend and vote at this annual general meeting may appoint one or more proxies to attend and vote in his place. Proxies need not to be a Shareholder of the Bank.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorized attorney(s).
5. Holders of H shares who intend to attend the 2012 Annual General Meeting by proxy should complete and return the enclosed proxy form to Computershare Hong Kong Investor Services Limited not less than 24 hours before the scheduled time for holding the 2012 Annual General Meeting. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at this annual general meeting if he so wishes.
6. Holders of H shares who intend to attend this annual general meeting in person or by proxy should return the reply slip in person, by post or by fax to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 17 May 2013 by hand, by mail or by fax (Fax: (852) 2865 0990).
7. This annual general meeting is expected to last for half a day. Shareholders (in person or by proxy) attending this annual general meeting are responsible for their own transportation and accommodation expenses. Shareholders (or their proxies) attending this annual general meeting shall present identity certification.