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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 2013 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2013 Annual General Meeting of China Construction Bank Corporation (the “**Bank**”) will be held at 10:00 a.m. on 26 June 2014 at InterContinental Hong Kong, 18 Salisbury Rd, Tsim Sha Tsui, Hong Kong, to consider and, if thought fit, pass the following resolutions:

### **AS ORDINARY RESOLUTIONS**

1. the 2013 report of Board of Directors
2. the 2013 report of Board of Supervisors
3. the 2013 final financial accounts
4. the 2013 profit distribution plan
5. the budget of 2014 fixed assets investment
6. the appointment of accounting firm for 2014
7. the re-election of Mr. Dong Shi as a Non-executive Director of the Bank
8. the election of Mr. Guo You as a Shareholder Representative Supervisor of the Bank

### **AS SPECIAL RESOLUTION**

9. the plan on authorisation to the Board of Directors granted by Shareholders' general meeting

## Reference Documents for the 2013 Annual General Meeting

### *Work report of the Independent Directors for the year of 2013*

Details of the above proposals are set out in the 2013 Annual General Meeting circular of the Bank dated 28 April 2014. 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*

28 April 2014

*As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Zhang Jianguo, Mr. Zhu Hongbo and Mr. Hu Zheyi; the non-executive directors of the Bank are Mr. Qi Shouyin, Ms. Zhang Yanling, Ms. Chen Yuanling, 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.*

#### *Notes:*

1. The voting at the 2013 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 2013 Annual General Meeting, the Bank's register of members will be closed from 27 May 2014 to 26 June 2014, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H Shares who wish to attend the 2013 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 26 May 2014. 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. To be valid, holders of H shares who intend to attend the 2013 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 2013 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 6 June 2014 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.