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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  
(11 November 2015)**

The meeting of the board of directors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 11 November 2015 in Beijing. The Bank issued the written notice of the Meeting on 6 November 2015. The Meeting was chaired by Mr. Wang Hongzhang, chairman of the board of directors of the Bank (the “**Board**”). 16 directors were entitled to be present at the Meeting and 14 of them attended the Meeting in person. Mr. Xu Tie, a director of the Bank, appointed Mr. Dong Shi, a director of the Bank, as his proxy to attend the Meeting and vote on his behalf. Mr. Murray Horn, a director of the Bank, appointed Ms. Elaine La Roche, a director of the Bank, as his proxy to attend the Meeting and vote on his behalf. The convening of the Meeting complied with the provisions of the *Company Law of the People's Republic of China and the Articles of Association of the Bank* and other relevant rules.

The proposal regarding the appointment of external auditors for the year of 2016 was considered and approved at the Meeting.

Voting results of the proposal: voted in favour: 16 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was proposed that:

1. PricewaterhouseCoopers Zhong Tian LLP be appointed as the domestic accounting firm of the Bank and its domestic subsidiaries for the year of 2016 and PricewaterhouseCoopers be appointed as the international accounting firm of the Bank and its overseas subsidiaries for the year of 2016; and
2. the total audit fees amount to RMB125 million (including internal control audit fee).

The independent non-executive directors unanimously agreed.

This proposal will be submitted to shareholders' general meeting of the Bank for consideration.

Announcement of the captioned matters is hereby given.

By order of the Board  
**China Construction Bank Corporation**  
**Wang Zuji**  
*Vice Chairman, Executive Director and President*

12 November 2015

*As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Wang Zuji, Mr. Pang Xiusheng and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Mr. Li Jun, Ms. Chen Yuanling, Ms. Hao Aiqun, 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.*