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If you have sold or transferred all your Shares in China Construction Bank Corporation, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

(USD Preference Shares Stock Code: 4606)

**SUPPLEMENTAL CIRCULAR OF THE 2018 ANNUAL GENERAL MEETING
REGARDING
ELECTION OF MR. TIAN BO AS NON-EXECUTIVE DIRECTOR OF THE BANK
ELECTION OF MR. XIA YANG AS NON-EXECUTIVE DIRECTOR OF THE BANK
AND
SUPPLEMENTAL NOTICE OF THE 2018 ANNUAL GENERAL MEETING**

This supplemental circular (the “**Supplemental Circular**”) shall be read in conjunction with the circular of the 2018 Annual General Meeting to shareholders dated 6 May 2019 (the “**First Circular**”).

The notice of the 2018 Annual General Meeting to be held at 10:00 on 21 June 2019 at InterContinental Hong Kong, 18 Salisbury Road, Tsim Sha Tsui, Kowloon, Hong Kong and No. 25, Financial Street, Xicheng District, Beijing was set out in the First Circular. The supplemental notice of the 2018 Annual General Meeting dated 28 May 2019 is set out in the Supplemental Circular.

The proposals regarding “election of Mr. Tian Bo as non-executive director of the Bank” and “election of Mr. Xia Yang as non-executive director of the Bank” will be submitted for consideration at the 2018 Annual General Meeting. The supplemental proxy form of the 2018 Annual General Meeting (the “**Supplemental Proxy Form**”) is enclosed in the Supplemental Circular, and is also published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk). Shareholders who intend to appoint a proxy to attend the 2018 Annual General Meeting shall complete the enclosed Supplemental Proxy Form in accordance with the instructions printed thereon and return the same not less than 24 hours before the time fixed for holding the 2018 Annual General Meeting to Computershare Hong Kong Investor Services Limited. Completion and return of the Supplemental Proxy Form will not preclude you from attending the 2018 Annual General Meeting and voting in person if you so wish.

Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the First Circular.

28 May 2019

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LETTER FROM THE BOARD



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Executive directors:

Tian Guoli

Zhang Gengsheng

Non-executive directors:

Feng Bing

Zhu Hailin

Wu Min

Zhang Qi

Independent non-executive directors:

Anita Fung Yuen Mei

Malcolm Christopher McCarthy

Carl Walter

Chung Shui Ming Timpson

Kenneth Patrick Chung

Murray Horn

Registered office:

No. 25, Financial Street

Xicheng District

Beijing 100033

China

*Principal place of business
in Hong Kong:*

28/F, CCB Tower

3 Connaught Road Central
Central

Hong Kong

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR OF THE 2018 ANNUAL GENERAL MEETING
REGARDING**

**ELECTION OF MR. TIAN BO AS NON-EXECUTIVE DIRECTOR OF THE BANK
ELECTION OF MR. XIA YANG AS NON-EXECUTIVE DIRECTOR OF THE BANK
AND**

SUPPLEMENTAL NOTICE OF THE 2018 ANNUAL GENERAL MEETING

INTRODUCTION

Reference is made to the notice of the 2018 Annual General Meeting published by the China Construction Bank Corporation (the “**Bank**”) on 6 May 2019. The Bank will hold the 2018 Annual General Meeting at 10:00 on 21 June 2019 at InterContinental Hong Kong, 18 Salisbury Road, Tsim Sha Tsui, Kowloon, Hong Kong and No. 25, Financial Street, Xicheng District, Beijing.

LETTER FROM THE BOARD

Recently, Central Huijin Investment Ltd. (“**Huijin**”), the shareholder of the Bank, proposed to nominate Mr. Tian Bo and Mr. Xia Yang as non-executive directors of the Bank and submit the proposal to the 2018 Annual General Meeting for consideration. After the review of qualifications and conditions of Mr. Tian Bo and Mr. Xia Yang in accordance with the *Articles of Association of China Construction Bank Corporation* (the “**Articles of Association**”), the Nomination and Remuneration Committee of the Bank concluded that, Mr. Tian Bo and Mr. Xia Yang meet the qualifications and conditions set out in the applicable laws and regulations and the Articles of Association.

The proposals regarding the election of Mr. Tian Bo and Mr. Xia Yang as non-executive directors of the Bank will be submitted to the 2018 Annual General Meeting for consideration as ordinary resolutions and be proposals numbered 15 and 16, in accordance with the applicable laws and regulations and the Articles of Association.

Saved as stated above, no changes have been made to matters as set out in the notice of the 2018 Annual General Meeting dated 6 May 2019 and the First Circular.

ELECTION OF MR. TIAN BO AS NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, Huijin proposes to nominate Mr. Tian Bo as non-executive director. The term of office of Mr. Tian Bo will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the annual general meeting for the year when such term of office expires. Mr. Tian Bo satisfies the qualifications and requirements of a director as provided for in relevant laws, regulations and the Articles of Association.

Mr. Tian Bo, born in July 1971, is of Chinese nationality. Mr. Tian has been Deputy General Manager of Global Transaction Banking Department of Bank of China since January 2019. From March 2006 to January 2019, Mr. Tian was Division Head of Banking Business Department, Division Head and Assistant General Manager of Corporate Banking Department and Deputy General Manager of Global Trade Services Department of Bank of China. Concurrently, Mr. Tian also served as Member of the Standing Committee of the CPC Municipal Party Committee and Vice Mayor of Fangchenggang City of Guangxi Zhuang Autonomous Region from February 2016 to February 2018. From October 2003 to March 2006, Mr. Tian was Senior Accountant of Accounting and Settlement Department of China Minsheng Bank. From July 1994 to October 2003, Mr. Tian consecutively served as cadre, Deputy Section Chief and Section Chief of Accounting Section of Beijing Branch, Deputy Head of Daxing Sub-branch, Deputy General Manager of Accounting and Settlement Department and concurrently Deputy Director of State Treasury Business Department of Industrial and Commercial Bank of China. Mr. Tian obtained a bachelor’s degree in Economics from the Major of Finance of Beijing College of Finance and Trade in July 1994 and a master’s degree in Management from the Major of Accounting from Capital University of Economics and Business in November 2004.

LETTER FROM THE BOARD

Saved as disclosed above, Mr. Tian Bo has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Tian Bo has no interest in shares of the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Mr. Tian Bo is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*, nor is he being involved or has been involved in any activity that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*. Mr. Tian Bo did not hold any directorship in any other listed company in the last three years, nor does he hold any positions in any members of the group. There is no other issue that shall be brought to the attention of the shareholders of the Bank.

Mr. Tian Bo as a non-executive director will not receive any emoluments from the Bank.

ELECTION OF MR. XIA YANG AS NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, Huijin proposes to nominate Mr. Xia Yang as non-executive director of the Bank. The term of office of Mr. Xia Yang will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the annual general meeting for the year when such term of office expires. Mr. Xia Yang satisfies the qualifications and requirements of a director as provided for in relevant laws, regulations and the Articles of Association.

Mr. Xia Yang, born in November 1968, is of Chinese nationality. Mr. Xia has served as general manager of the asset custody services department of Hua Xia Bank since January 2018. Since August 1997, Mr. Xia has been working in Hua Xia Bank, consecutively serving various positions including president of Jinan Branch, president of Hefei Branch, chief disciplinary officer and vice president of Hangzhou Branch, chief disciplinary officer and vice president of Wenzhou Branch, cadre, section-chief, deputy division-chief, sub-branch vice president and sub-branch president of Hangzhou Branch. From February 1997 to August 1997, Mr. Xia served as cadre of Hangzhou Branch of China Merchants Bank. From December 1988 to February 1997, Mr. Xia consecutively served as cadre of Zhejiang Branch and Hangzhou Branch of Industrial and Commercial Bank of China. Mr. Xia Yang is a senior economist and a senior accountant. Mr. Xia received a bachelor's degree in science from biology department of Nanjing University in 1988, specialised in human and animal physiology; he graduated from Nanjing University with a doctoral degree in management sciences and engineering in 2018.

Saved as disclosed above, Mr. Xia Yang has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Xia Yang has no interest in shares of the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Mr. Xia Yang is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*, nor is he being involved or has been involved in any activity

LETTER FROM THE BOARD

that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*. Mr. Xia Yang did not hold any directorship in any other listed company in the last three years, nor does he hold any positions in any members of the group. There is no other issue that shall be brought to the attention of the shareholders of the Bank.

Mr. Xia Yang as a non-executive director will not receive any emoluments from the Bank.

2018 ANNUAL GENERAL MEETING

The Supplemental Proxy Form in respect of the ordinary resolutions to consider and approve the election of Mr. Tian Bo as non-executive director of the Bank and the election of Mr. Xia Yang as non-executive director of the Bank is enclosed with this Supplemental Circular. The proxy form issued by the Bank along with the First Circular of the Bank (the “**First Proxy Form**”) will remain valid and effective to the fullest extent applicable if properly completed and lodged with the H share registrar of the Bank.

Please refer to the Notice of the 2018 Annual General Meeting dated 6 May 2019 and the First Circular for details in respect of other resolutions to be passed at the 2018 Annual General Meeting, eligibility for attending the 2018 Annual General Meeting, proxy, registration procedures, closure of register of members and other relevant matters.

Yours faithfully,
For and on behalf of the Board of Directors
China Construction Bank Corporation
Tian Guoli
Chairman and Executive Director

28 May 2019



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)

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SUPPLEMENTAL NOTICE OF THE 2018 ANNUAL GENERAL MEETING

Reference is hereby made to the notice and circular of the 2018 Annual General Meeting published by China Construction Bank Corporation (the “**Bank**”) on 6 May 2019, which set out the time and venue of the 2018 Annual General Meeting and contain the resolutions to be tabled before the 2018 Annual General Meeting for shareholders’ approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the 2018 Annual General Meeting, which will be held as originally scheduled at 10:00 on 21 June 2019 at InterContinental Hong Kong, 18 Salisbury Road, Tsim Sha Tsui, Kowloon, Hong Kong and No. 25, Financial Street, Xicheng District, Beijing, will consider and, if thought fit, pass the following resolution as an ordinary resolution, which was submitted to the Bank by Central Huijin Investment Ltd., a shareholder of the Bank, in addition to the resolutions set out in the notice of the 2018 Annual General Meeting published by the Bank on 6 May 2019.

AS ORDINARY RESOLUTIONS

15. Election of Mr. Tian Bo as non-executive director of the Bank

16. Election of Mr. Xia Yang as non-executive director of the Bank

Details of the above resolutions are set out in the supplemental circular of the 2018 Annual General Meeting published on 28 May 2019.

By order of the Board
China Construction Bank Corporation
Tian Guoli
Chairman and Executive Director

28 May 2019

SUPPLEMENTAL NOTICE OF THE 2018 ANNUAL GENERAL MEETING

As at the date of this announcement, the executive directors of the Bank are Mr. Tian Guoli and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Ms. Feng Bing, Mr. Zhu Hailin, Mr. Wu Min and Mr. Zhang Qi; and the independent non-executive directors of the Bank are Ms. Anita Fung Yuen Mei, Sir Malcolm Christopher McCarthy, Mr. Carl Walter, Mr. Chung Shui Ming Timpson, Mr. Kenneth Patrick Chung and Mr. Murray Horn.

Notes:

1. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the supplemental circular dated 28 May 2019.
2. Please refer to the Notice of the 2018 Annual General Meeting dated 6 May 2019 and the First Circular for details in respect of other resolutions to be passed at the 2018 Annual General Meeting, eligibility for attending the 2018 Annual General Meeting, proxy, registration procedures, closure of register of members and other relevant matters.
3. The Supplemental Proxy Form, which is enclosed with this supplemental notice, has been published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Holders of H Shares who intend to appoint a proxy to attend the 2018 Annual General Meeting shall complete the Supplemental Proxy Form and return the same not less than 24 hours before the time fixed for holding the 2018 Annual General Meeting to Computershare Hong Kong Investor Services Limited with the address of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
4. The Supplemental Proxy Form is the supplemental proxy form for the purpose of the supplemental resolution set out in the supplemental notice of the 2018 Annual General Meeting dated 28 May 2019 (the "**Supplemental Notice**") and only serves as a supplement to the First Proxy Form. The Supplemental Proxy Form will not affect the validity of any First Proxy Form duly completed by you. First Proxy Form will remain valid and effective to the fullest extent applicable if properly completed and lodged with the H share registrar of the Bank.
5. Please pay attention that completion and delivery of the First Proxy Form and/or the Supplemental Proxy Form will not preclude you from attending and voting at the 2018 Annual General Meeting if you so wish. In such event, the instrument for appointing a proxy shall be deemed to be revoked.