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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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 939)

Voting Results of 2010 Annual General Meeting held on 9 June 2011

The board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) announces that the 2010 Annual General Meeting (the “**AGM**”) was held onsite on 9 June 2011 at Pride International Convention Centre in Chengdu, No. 1 Middle Section, Tianfu Avenue, Chengdu, Sichuan. The AGM was convened by the Board and chaired by Mr. Guo Shuqing, chairman of the Board of the Bank.

The number of issued shares of the Bank as at the date of the AGM was 250,010,977,486 shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. 13 shareholders of the Bank and authorized proxies and 96 employee representatives who are participants of our employee share incentive plan were present at the AGM. Shareholders of the Bank and authorized proxies who were present at the AGM hold an aggregate of 212,530,447,541 shares, representing 85.01% of the total voting shares of the Bank. Among which, A shareholders of the Bank and authorized proxies hold an aggregate of 539,249,023 A shares, representing 5.62% of the total voting shares of A shares of the Bank; and H shareholders of the Bank and authorized proxies hold an aggregate of 211,991,198,518 H shares, representing 88.18% of the total voting shares of H shares of the Bank.

All of the directors and supervisors and some of senior management attended the AGM in person. The convening and procedures of the AGM was in compliance with the requirements of laws and regulations of the PRC including the *Company Law of the PRC* and the *provisions of the articles of association* (“**Articles of Association**”) of the Bank.

The voting results in respect of the resolutions at the AGM were as follows:

Ordinary Resolutions		Total number of votes			
		For	Against	Abstain	Passing rate (%)
1	To consider and approve the 2010 report of board of directors	212,522,346,132	4,083,278	5,141	99.998077
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2	To consider and approve the 2010 report of board of supervisors	212,522,346,132	4,084,278	4,141	99.998076
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
3	To consider and approve the 2010 final financial accounts	212,526,169,642	4,084,278	4,141	99.998076
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
4	To consider and approve 2011 fixed assets investment budget	212,514,894,301	8,418,648	4,142	99.996037
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
5	To consider and approve the 2010 profit distribution plan	212,528,799,493	1,058,907	5,141	99.999500
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
6	To consider and approve the appointment of auditors for 2011	212,462,479,992	67,379,408	4,141	99.968294
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7	To consider and approve the appointment of Mr. Dong Shi as Non-executive director	211,972,390,973	558,052,427	4,141	99.737423
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
8	To consider and approve the purchase of head office business processing centre	211,978,918,214	544,393,666	5,211	99.743841
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
9	To consider and approve the 2010 final emoluments distribution plan for directors and supervisors	212,450,892,433	7,366,406	46,947	99.996511
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Voting at the AGM was conducted by poll. Mr. Liu Lixiao and Mr. Gao Hua, shareholder's representatives and Mr. Jin Panshi, supervisor of the Bank, were appointed to count the votes at the AGM. Computershare Hong Kong Investor Services Limited, the Bank's H Share registrar, was appointed as the scrutineer for the voting at the AGM.

Appointment of Director

The AGM resolved to appoint Mr. Dong Shi as a non-executive director of the Bank to hold office for a term of three years. Such appointment shall become effective on the date of approval by China Banking Regulatory Commission of the qualification of Mr. Dong Shi. The biographical details of Mr. Dong are set out as follows:

Mr. Dong Shi, aged 46, a Chinese national, has served as a director of both China Reinsurance (Group) Corporation and China Reinsurance Asset Management Co., Ltd. since October 2008. Mr. Dong served consecutively as Assistant Special Inspector of the State Council, Division-Chief of the Supervisory Committee of Central Enterprises Working Commission and Deputy Director-General of the Foreign Affairs Bureau under the State-owned Assets Supervision and Administration Commission from August 1998 to September 2008. Mr. Dong was Deputy Division-Chief of the Inspection and Supervision Bureau of the People's Bank of China from July 1988 to July 1998. Mr. Dong is a senior economist and accountant. Mr. Dong graduated from Zhengzhou University with a bachelor's degree in finance in 1988 and obtained a master's degree in economic law from the Renmin University of China in 2002. Mr. Dong made a study visit to the Federal Reserve of the United States in 1994 and studied at RMIT University in Australia in 1996. Mr. Dong is currently an employee of Central Huijin Investment Ltd.

Emoluments of Mr. Dong shall be determined pursuant to the *Interim Measures on Emoluments Distributions for Directors and Supervisors of China Construction Bank Corporation*. At the end of each year, the Nomination and Compensation Committee of the Board shall propose the emoluments distribution plan. This will be presented to the Board for consideration and be subject to implementation upon the approval by the shareholders' general meeting.

Besides the above mentioned, Mr. Dong has no relationship with the Bank's directors, supervisors, senior management, major shareholders or controlling shareholders and as at the date of this announcement, Mr. Dong is not holding any equity interest in the Bank as defined in Section XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong), is not in possession of any information that is required to be disclosed by rule 13.51(2)(h) to rule 13.51(2)(v) of *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 *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*. Save for disclosed herein, Mr. Dong did not hold any directorships in other listed companies in the last three years or 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.

Departure of Directors

Upon the conclusion of the AGM, Ms. Elaine La Roche will cease to be the director of the Bank. Commencing from the next day of the AGM (i.e. 10 June 2011), Ms. Wang Shumin will cease to be the director of the Bank.

The Bank expresses sincere gratitude to Ms. Elaine La Roche and Ms. Wang Shumin for their contributions to the Bank during their tenures.

Payment of 2010 Cash Dividends

The 2010 cash dividends of the Bank will be paid on or around 15 July 2011 to shareholders whose names appear on the Bank's registers of shareholders on 23 June 2011 (the "**Record Date**"). The 2010 cash dividends will be denominated and announced in Renminbi and shall be Renminbi

0.2122 Yuan per share (including tax). Pursuant to the Articles of Association of the Bank, the dividends deriving from the shares held by the domestic shareholders of the Bank shall be paid in Renminbi whereas the dividends deriving from the shares held by other shareholders shall be paid in Hong Kong Dollars. The exchange rate between Renminbi and Hong Kong Dollars shall be the medium exchange rate between Renminbi and Hong Kong Dollars as announced by the People's Bank of China on the date of the AGM, which is 1 Hong Kong Dollar equals to Renminbi 0.83308 Yuan, and the 2010 cash dividends calculated based upon such exchange rate shall be Hong Kong Dollar 0.25471743 per share (including tax).

In order to determine the H shareholders who are entitled to receive the 2010 cash dividends, the Bank's register of members will be closed from 18 June 2011 to 23 June 2011, both days inclusive, during which period no transfer of H shares will be effected. Holders of H shares who wish to receive the dividends must deposit 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 17 June 2011. 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. The last trading day of the Bank's H shares before the ex-dividend date will be 15 June 2011, and the dividends shall be excluded from 16 June 2011.

Lawyer's Certification

Commerce & Finance Law Offices have certified the AGM and issued the legal opinion stating that the convening and procedures of the AGM, the number of attendees at the AGM, the qualifications of the conveners, the submission and voting process and other relevant matters conformed to the Company Law of the PRC and other relevant laws and regulations as well as the Articles of Association of the Bank. The resolutions of the AGM are legal and valid.

By order of the Board of Directors
China Construction Bank Corporation
Zhang Jianguo

Vice Chairman, Executive Director and President

9 June 2011

As at the date of this announcement, the executive directors of the Bank are Mr. Guo Shuqing, Mr. Zhang Jianguo, Mr. Chen Zuofu and Mr. Zhu Xiaohuang; the independent non-executive directors of the Bank are Lord Peter Levene, 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, Ms. Wang Shumin, Mr. Zhu Zhenmin, Ms. Li Xiaoling, Ms. Sue Yang, Mr. Lu Xiaoma and Ms. Chen Yuanling.