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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 Supervisors
(22 March 2013)**

The meeting of the board of supervisors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 22 March 2013 in Hong Kong. The Meeting was chaired by Mr. Zhang Furong, the chairman of the board of supervisors. 9 supervisors were entitled to be present at the Meeting and 8 supervisors attended the Meeting in person. Mr. Li Weiping appointed Mr. Jin Panshi as his proxy to attend and vote on his behalf. The convening of the Meeting complied with the relevant 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 following resolutions were considered and approved at the Meeting:

I. Proposal regarding the 2012 Annual Report and the Summary of Annual Report

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

The board of supervisors of the Bank was of the opinion that the preparation and examination procedures relating to the 2012 Annual Report of the Bank complied with the laws, administrative regulations and regulatory provisions. The content of the report was true, accurate and complete and reflected the actual circumstances of the Bank.

II. Proposal regarding the 2012 Profit Distribution Plan

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

III. Proposal regarding the 2012 Social Responsibility Report

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

IV. Proposal regarding the 2012 Assessment Report on Internal Control

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

V. Proposal regarding the 2012 Report of the Board of Supervisors

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that this resolution be submitted to the 2012 shareholders' Annual General Meeting of the Bank for consideration.

VI. Proposals regarding nomination of supervisor candidates

1. Proposal regarding re-appointment of Mr. Zhang Furong as a shareholder representative supervisor of the Bank

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

2. Proposal regarding re-appointment of Ms. Liu Jin as a shareholder representative supervisor of the Bank

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

3. Proposal regarding nomination of Ms. Li Xiaoling as a shareholder representative supervisor of the Bank

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

4. Proposal regarding nomination of Mr. Bai Jianjun as an external supervisor of the Bank

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

These proposals regarding nomination of supervisor candidates shall be submitted to the 2012 shareholders' Annual General Meeting for consideration and approval respectively. The term of office of the above supervisors shall be three years, ended on the convening date of the 2015 shareholders' Annual General Meeting of the Bank.

Emoluments of the supervisors of the Bank shall be determined pursuant to the *Interim Measures on Emoluments Distributions for Directors and Supervisors of China Construction Bank Corporation* and the *Measures on Administration of Allowance for Independent Directors and External Supervisors of China Construction Bank Corporation*. The nomination and compensation committee of the board of directors shall, at the end of each year, propose the emoluments distribution plan, which shall be presented to the board of directors for consideration and be submitted to the shareholders' general meeting for approval.

Please refer to Appendix to this announcement for the biographical details of the candidates of supervisors. Save as stated in the biographical details, the above mentioned candidates are not connected with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder, and the above mentioned candidates are not holding any equity interest in the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong), are 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 are they being involved or have 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*. None of the above mentioned candidates held any directorship in other listed companies in the last three years, nor are they holding 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.

VII. Proposal regarding the 2012 Assessment Report of the Performance of the Board of Directors and its Special Committees, Senior Management, Directors and Members of Senior Management of the Bank by the Board of Supervisors

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

For details of the report, please refer to the Report of the Board of Supervisors of the 2012 Annual Report of the Bank posted on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

VIII. Proposal regarding the 2012 Self-assessment Report of the Performance of the Board of Supervisors and Supervisors

Voting results: voted in favour: 9 votes, voted against: 0 vote, abstained from voting: 0 vote.

For details of the report, please refer to the Report of the Board of Supervisors of the 2012 Annual Report of the Bank posted on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

Announcement of the captioned matters is hereby given.

By order of the Board
China Construction Bank Corporation
Zhang Jianguo
Vice Chairman, Executive Director and President

22 March 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.

Appendix: Biographic details of the Supervisor Candidates

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Biographic details of Mr. Zhang Furong

Mr. Zhang Furong, aged 60, has served as Chairman of the board of supervisors of the Bank since September 2010. He served as executive director and executive vice president of Industrial and Commercial Bank of China Limited (“ICBC”) from October 2005 to July 2010. Mr. Zhang served as executive vice president of ICBC from 2000, assistant president of ICBC, general manager of Human Resources Department from 1997, deputy general manager of ICBC Liaoning Branch and general manager of ICBC Dalian Branch from 1994, chief of the Accounting Division and deputy general manager of ICBC Liaoning Branch from 1986. Mr. Zhang joined ICBC in 1984, and joined the People’s Bank of China in 1971. Mr. Zhang is also vice chairman of the Banking Accounting Society of China and vice chairman of Financial Planning Standards Council of China. Mr. Zhang graduated from Liaoning Finance and Economics College and obtained a Master’s degree in economics and a Doctorate degree in finance from Dongbei University of Finance and Economics.

Biographic details of Ms. Liu Jin

Ms. Liu Jin, aged 48, has served as a supervisor of the Bank since September 2004 and served concurrently as director of board of supervisors office since November 2004. Ms. Liu was a dedicated supervisor of deputy director-general level at the board of supervisors of China Construction Bank from July 2003 to September 2004, dedicated supervisor of deputy director-general level at the board of supervisors of the People’s Insurance Company of China and China Reinsurance Company from November 2001 to July 2003. Ms. Liu is a senior economist and graduated from Hunan Finance and Economics College with a bachelor’s degree in finance in 1984. She graduated from postgraduate finance program of Shaanxi Finance and Economics College in 1999 and from the Research Institute for Fiscal Science of the Ministry of Finance with a doctorate degree in public finance in 2008.

Biographic details of Ms. Li Xiaoling

Ms. Li Xiaoling, aged 55, has served as a director of the Bank since June 2007. Ms. Li was a deputy inspector of Budget Department of the Ministry of Finance from January 2006 to June 2007, and an assistant inspector of Budget Department of the Ministry of Finance from May 2001 to January 2006. Ms. Li is an economist and graduated from Beijing Normal University in 2003 with a master’s degree in political economics. Ms. Li is currently an employee of the Bank’s substantial shareholder, Central Huijin Investment Ltd..

Biographic details of Mr. Bai Jianjun

Mr. Bai Jianjun, aged 58, serves as a professor and doctoral tutor at the law school of Peking University now, who also serves as director of the Research Institute of Empirical Legal Affairs and deputy director of the Financial Law Research Center of Peking University. He has taught at Peking University Law School since July 1987. Mr. Bai is a part-time professor Zhengzhou Training Institute of the People’s Bank of China as well as National Judges College, and also an independent director of Beijing Boya Yingjie Science & Technology Co., Ltd. He had been a visiting professor at Niigata University in Japan from October 1996 to October 1997 and pursued his visiting research of white-collar crime at New York University from September 1991 to October 1992. Mr. Bai obtained his master’s degree in law school from Peking University in July 1987 and his Ph.D. degree from the same university in July 2003.