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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)**

**Announcement on  
the Resolutions of the Meeting of the Board of Directors  
(17 August 2017)**

The meeting of the board of directors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 17 August 2017 in Beijing. The Bank issued the written notice of the Meeting on 16 August 2017. The Meeting was chaired by Mr. Wang Zuji, vice chairman of the board of directors of the Bank (the “**Board**”). 14 directors were entitled to be present at the Meeting and 14 directors attended the Meeting in person. 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* (the “**Articles of Association**”) and other relevant rules.

The following resolutions were considered and approved at the Meeting:

**I. Proposal on Nominating Mr. Tian Guoli as an Executive Director of China Construction Bank Corporation**

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors in respect of this resolution: Agreed.

It was resolved that Mr. Tian Guoli be nominated as executive director of the Bank. The term of office of Mr. Tian Guoli as a director will be three years, and be eligible for re-election. Mr. Tian Guoli satisfies the qualifications and requirements of a director as provided for in relevant laws, regulations and the Articles of Association.

Mr. Tian Guoli, born in December 1960, is of Chinese nationality. Mr. Tian joined Bank of China in April 2013 and served as Chairman of the Board of Directors of Bank of China from May 2013 to August 2017. During this period, he also served as Chairman of the Board of Directors and a Non-executive Director of Bank of China Hong Kong (Holdings) Limited. From December 2010 to April 2013, Mr. Tian served as Vice Chairman of the Board of Directors and General Manager of China CITIC Group. During this period, he also served as Chairman of the Board of Directors and Non-executive Director of China CITIC Bank. From April 1999 to December 2010, Mr. Tian served successively as Executive Vice President and President of China Cinda Asset Management Company, and Chairman of the Board of Directors of China Cinda Asset Management Co., Ltd. From July 1983 to April 1999, Mr. Tian held various positions in China Construction Bank (“CCB”), including sub-branch general manager, deputy branch general manager, department general manager of the CCB Head Office, and Assistant President of CCB. Mr. Tian currently also serves as Chairman of China Banking Association, a member of the Expert Committee for the 13th Five-Year Plan for Economic and Social Development of China, a member of the Monetary Policy Committee of the People’s Bank of China and Chairman of the Board of Directors of Asian Financial Cooperation Association. Mr. Tian holds the title of Senior Economist. He received a Bachelor’s Degree in Economics from Hubei Institute of Finance and Economics in 1983.

Save as disclosed in the biographical details, Mr. Tian Guoli has no other relationship with the Bank’s directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Tian 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 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* (“**Hong Kong Listing Rules**”), 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 Hong Kong Listing Rules. Mr. Tian 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.

Emoluments of Mr. Tian Guoli shall be determined pursuant to the *Interim Measures on Emoluments Distributions for Directors and Supervisors of China Construction Bank Corporation*. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution plan, which shall be presented to the Board for consideration and be submitted to the shareholders’ general meeting for approval.

It was resolved that this proposal be submitted to the first extraordinary general meeting of 2017 of the Bank for consideration.

## **II. Proposal regarding the Convening of the First Extraordinary General Meeting of 2017 of China Construction Bank Corporation**

Voting results of the proposal: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved that the first extraordinary general meeting of 2017 of the Bank be convened on Monday, 9 October 2017. Notice of the first extraordinary general meeting of 2017 of the Bank will be announced in due course.

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*

17 August 2017

*As at the date of this announcement, the executive directors of the Bank are Mr. Wang Zuji, Mr. Pang Xiusheng and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Ms. Feng Bing, Mr. Zhu Hailin, Mr. Li Jun, Mr. Wu Min, Mr. Zhang Qi and Ms. Hao Aiqun; 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 and Mr. Murray Horn.*