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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 8th Meeting of the Board of Directors of 2017  
(26 October 2017)**

The meeting of the board of directors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 26 October 2017 in Beijing. The Bank issued the written notice of the Meeting on 12 October 2017. The Meeting was chaired by Mr. Tian Guoli, chairman of the board of directors of the Bank. 15 directors were eligible to attend the Meeting and all of them 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 regarding the Report for the Third Quarter of 2017**

Voting results: voted in favour: 15 votes, voted against: 0 vote, abstained from voting: 0 vote.

For more details, please refer to the relevant documents published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)).

**II. Proposal regarding the Dividend Distribution of the Offshore Preference Shares**

Voting results: voted in favour: 15 votes, voted against: 0 vote, abstained from voting: 0 vote.

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

The Bank issued US\$3.05 billion offshore preference shares on overseas markets on 16 December 2015 (the “**Offshore Preference Shares**”). Pursuant to relevant requirements of laws and regulations, the Articles of Association and the terms and conditions of the Offshore Preference Shares, the Bank has made the dividend distribution plan of the Offshore Preference Shares as follows.

1. Dividend period: From and including 16 December 2016 to but excluding 16 December 2017.
2. Record date: 15 December 2017.
3. Dividend payment date: Since 16 December 2017 is a statutory holiday, the dividend payment date will be postponed to the next working day on 18 December 2017.
4. Recipients: Holders of the Offshore Preference Shares whose names appear on the register of members of the Bank, as maintained by The Bank of New York Mellon (Luxembourg) S.A., after the close of trading hours on 15 December 2017.
5. Tax deductions: According to relevant laws and regulations, when the Bank distributes dividends for the Offshore Preference Shares, the income tax shall be withheld by the Bank at a rate of 10%. According to the requirements of the terms and conditions of the Offshore Preference Shares, the Bank will pay such income tax, in addition to the dividends for the Offshore Preference Shares.
6. Dividend rate and amount to be paid: The terms and conditions of the Offshore Preference Shares provide that the initial dividend rate before the first reset date is 4.65% (post-tax dividend rate, which is the dividend rate actually received by the holders of the Offshore Preference Shares). According to the principal amount of the Offshore Preference Shares, the dividend rate and the rate of the withheld income tax, the amount of dividends for the Offshore Preference Shares is confirmed as follows:

The Bank will distribute dividends for the Offshore Preference Shares of US\$157,583,333.33, of which US\$141,825,000 will be paid to the holders of the Offshore Preference Shares, and US\$15,758,333.33 will be the withheld income tax. The aforementioned Offshore Preference Shares dividends amount to approximately RMB1,045 million.

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*

26 October 2017

*As at the date of this announcement, the executive directors of the Bank are Mr. Tian Guoli, 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.*