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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 (29 April 2016)**

The meeting of the board of directors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 29 April 2016 in Beijing. The Bank issued the written notice of the Meeting on 15 April 2016. The Meeting was chaired by Mr. Wang Hongzhang, chairman of the board of directors of the Bank (the “**Board**”). 15 directors were eligible to attend the Meeting and 13 of them attended the Meeting in person. Margaret Leung Ko May Yee, a director of the Bank, appointed Chung Shui Ming Timpson, a director of the Bank, as her proxy to attend the Meeting and vote on her behalf. Ms. Hao Aiqun, a director of the Bank, appointed Mr. Dong Shi, a director of the Bank, as her proxy to attend the Meeting and vote on her behalf. 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* and other relevant rules.

The following resolutions were considered and approved at the Meeting:

**I. Proposal on Report for the First Quarter of 2016**

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

**II. Proposal regarding the Internal Capital Adequacy Assessment Report of China Construction Bank for 2016**

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

In order to comply with the regulatory and internal management requirements, the Bank carried out an internal assessment of capital adequacy in 2016 and made the *Internal Capital Adequacy Assessment Report of China Construction Bank for 2016*.

### **III. Proposal regarding Amendment to the Impact of Diluted Immediate Return from Preference Share Issuance of China Construction Bank Corporation and Measures to Make up the Return**

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

The Meeting approved the proposal regarding the amendment to the Impact of Diluted Immediate Return from Preference Share Issuance of China Construction Bank Corporation and Measures to Make up the Return, and considered to submit the proposal to the shareholders' general meeting for approval. It is suggested that the shareholders' general meeting authorize the Board of Directors to further demonstrate the impact of the domestic preference share issuance on the immediate return to shareholders according to applicable laws and regulations, formulate and amend relevant makeup measures and handle other matters concerned, if there are latest requirements of pertinent laws and regulations in the future on refinancing to make up immediate return.

It was resolved that this proposal be submitted to the 2015 shareholders' annual general meeting of the Bank for consideration.

Please refer to the relevant information published by the Bank on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) for the amendment to the Impact of Diluted Immediate Return from Preference Share Issuance of China Construction Bank Corporation and Measures to Make up the Return.

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*

29 April 2016

*As at the date of this announcement, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Wang Zuji, Mr. Pang Xiusheng and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Mr. Li Jun, Ms. Chen Yuanling, Ms. Hao Aiqun, Mr. Xu Tie, Mr. Guo Yanpeng and Mr. Dong Shi; and the independent non-executive directors of the Bank are Mr. Zhang Long, Mr. Chung Shui Ming Timpson, Mr. Wim Kok, Mr. Murray Horn and Ms. Margaret Leung Ko May Yee.*