

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.



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)

Announcement on the Resolution of the Board of Directors

The twenty-eighth meeting of the second session of the board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) was held in Beijing on 28 January 2010. 17 directors were eligible to attend the meeting, of whom 12 directors presented in person. Mr. Gregory L. Curl, director, has appointed and authorized Mr. Chen Zuofu, director, as his proxy to attend and vote on his behalf. Ms. Jenny Shipley and Mr. Peter Levene, directors, have appointed and authorized Mr. Song Fengming, director, as their proxy to attend and vote on their behalf. Ms. Elaine La Roche and Mr. Wong Kai-Man, directors, have appointed and authorized Mr. Tse Hau Yin, Aloysius, director, as their proxy to attend and vote on their behalf. The meeting was chaired by Mr. Guo Shuqing, chairman of the Board. The meeting was convened in accordance with the provisions of the *Company Law of the People's Republic of China* and the *Articles of Association of China Construction Bank Corporation*.

The proposal of nominating candidate for the executive vice president position of the Bank was passed at the above meeting by the Board.

The voting results of this proposal were as follows:

voted in favour: 17 votes; voted against: 0 vote; abstained from voting: 0 vote.

It was resolved at the above meeting that Mr. Pang Xiusheng be appointed as an executive vice president of the Bank.

The Independent Directors of the Bank agreed on this proposal.

Mr. Pang Xiusheng, aged 51, a PRC national, has served as the chief financial officer of the Bank since April 2006. Mr. Pang was executive vice chairman of the Bank's asset and liability committee from March 2006 to April 2006; director of the Bank's restructuring office from April 2005 to March 2006; general manager of Zhejiang Branch of China Construction Bank from June 2003 to April 2005, and acting general manager of Zhejiang Branch of China Construction Bank from April 2003 to June 2003. Mr. Pang served consecutively as deputy general manager of treasury

and planning department, deputy general manager of planning and finance department, and general manager of planning and finance department from September 1995 to April 2003. Mr. Pang is a senior economist and recipient of a special grant from the PRC government. He received his master's degree in technological economics from Harbin Industrial University in 1995.

As at the date of this announcement, Mr. Pang is not holding any equity interest in the Bank, nor is he connected with the Bank's directors, supervisors, senior management, major shareholders or controlling shareholders. In respect of Mr. Pang's appointment, no other issue shall be brought to the attention of the shareholders of the Bank. Mr. Pang's appointment is subject to the approval of the China Banking Regulatory Commission.

In addition, Ms. Xin Shusen has resigned from her position as executive vice president of the Bank. According to work arrangement, Ms. Xin Shusen will continue to serve as an executive director of the Bank.

The Board would like to express its sincere gratitude to Ms. Xin Shusen for her contributions to the Bank as an executive vice president of the Bank.

Announcement of the captioned matters is hereby given.

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

29 January 2010

As at the date of this announcement, the executive directors of the Bank are Mr. Guo Shuqing, Mr. Zhang Jianguo, Ms. Xin Shusen and Mr. Chen Zuofu; the non-executive directors of the Bank are Mr. Wang Yonggang, Mr. Wang Yong, Ms. Wang Shumin, Mr. Liu Xianghui, Mr. Zhang Xiangdong, Ms. Li Xiaoling and Mr. Gregory L. Curl; and the independent non-executive directors of the Bank are Lord Peter Levene, Mr. Song Fengming, Ms. Jenny Shipley, Ms. Elaine La Roche, Mr. Wong Kai-Man and Mr. Tse Hau Yin, Aloysius.