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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in China Construction Bank Corporation, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

THE REMUNERATION DISTRIBUTION AND SETTLEMENT PLAN FOR DIRECTORS AND SUPERVISORS IN 2012

ELECTION OF MR. ZHANG LONG AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

ELECTION OF MS. ZHANG YANLING AS A NON-EXECUTIVE DIRECTOR OF THE BANK

ELECTION OF MR. GUO YANPENG AS A NON-EXECUTIVE DIRECTOR OF THE BANK

AND

NOTICE OF THE FIRST EGM OF 2013

The First EGM of 2013 of the Bank will be convened at 10:00 a.m. on 24 October 2013 at No. 25, Financial Street, Xicheng District, Beijing. The notice of the First EGM of 2013, a proxy form and a reply slip for use at the meeting are enclosed and are also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

The holders of H Shares who intend to attend the First EGM of 2013 by proxy should complete and return the proxy form to Computershare Hong Kong Investor Services Limited no later than 24 hours before the scheduled time for the First EGM of 2013. Completion and return of the proxy form will not preclude a shareholder from attending the First EGM of 2013 and voting in person if he so wishes. Holders of H Shares who intend to attend the meeting in person or by proxy should complete and return the reply slip to Computershare Hong Kong Investor Services Limited on or before 4 October 2013.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Articles of Association" the Articles of Association of China Construction Bank

Corporation

"Bank" China Construction Bank Corporation, a joint stock

limited company duly incorporated in the PRC and the H shares and A shares of which are listed on Hong Kong Stock Exchange (stock code: 939) and the Shanghai Stock Exchange (stock code: 601939), respectively

"Board" the board of directors of the Bank

"Board of Supervisors" the board of supervisors of the Bank

"CBRC" China Banking Regulatory Commission

"Company Law of the PRC" the Company Law of the People's Republic of China

"Director(s)" the director(s) of the Bank

"Hong Kong Stock Exchange" The Stock Exchange of Hong Kong Limited

"Listing Rules" Rules Governing the Listing of Securities on Hong Kong

Stock Exchange

"MOF" The Ministry of Finance of the People's Republic of

China

"RMB" Renminbi, the legal currency of the People's Republic of

China

"Share(s)" ordinary share(s) of RMB1.00 each in the share capital of

the Bank, including A share(s) and H share(s)

"Shareholder(s)" holder(s) of the Bank's Share(s)

"Supervisor(s)" the supervisor(s) of the Bank

"The First EGM of 2013" the first extraordinary general meeting of 2013 of the

Bank to be held on 24 October 2013



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)

Executive Directors:

Wang Hongzhang

Zhang Jianguo

Zhu Hongbo

Hu Zheyi

Non-executive Directors:

Zhu Zhenmin

Qi Shouyin

Chen Yuanling

Dong Shi

Independent non-executive Directors:

Yam Chi Kwong, Joseph

Jenny Shipley

Elaine La Roche

Zhao Xijun

Wong Kai-Man

Dear Sir or Madam,

Registered office:

No. 25, Financial Street

Xicheng District

Beijing

China

100033

Principal place of business

in Hong Kong:

12/F, AIA Central

1 Connaught Road Central

Central

Hong Kong

THE REMUNERATION DISTRIBUTION AND SETTLEMENT PLAN FOR DIRECTORS AND SUPERVISORS IN 2012

ELECTION OF MR. ZHANG LONG AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

ELECTION OF MS. ZHANG YANLING AS A NON-EXECUTIVE DIRECTOR OF THE BANK

ELECTION OF MR. GUO YANPENG AS A NON-EXECUTIVE DIRECTOR OF THE BANK

AND

NOTICE OF THE FIRST EGM OF 2013

INTRODUCTION

The purpose of this circular is to give you notice of the First EGM of 2013 and to provide you with reasonable and necessary information.

At the First EGM of 2013, the following resolutions will be proposed for consideration and approval: (i) the remuneration distribution and settlement plan for Directors and Supervisors in 2012; (ii) election of Mr. Zhang Long as an independent non-executive Director of the bank; (iii) election of Ms. Zhang Yanling as a non-executive Director of the Bank; (iv) election of Mr. Guo Yanpeng as a non-executive Director of the Bank. All the above resolutions will be proposed as ordinary resolutions.

Resolutions of Board and Board of Supervisors

- On 7 June 2013, the Board considered and approved the resolutions of the Remuneration Distribution and Settlement Plan for Directors and Supervisors of the Bank in 2012 and nomination of Mr. Zhang Long as an independent non-executive Director of the Bank, and submitted them to shareholders' general meeting for consideration.
- 2. On 23 August 2013, the Board considered and approved the resolutions of nomination of Ms. Zhang Yanling as a non-executive Director of the Bank and nomination of Mr. Guo Yanpeng as a non-executive Director of the Bank, and submitted them to shareholders' general meeting for consideration.

THE REMUNERATION DISTRIBUTION AND SETTLEMENT PLAN FOR DIRECTORS AND SUPERVISORS IN 2012

The Remuneration Distribution and Settlement Plan for Directors and Supervisors of the Bank in 2012 has been approved by the Board meeting held on 7 June 2013, which is hereby submitted to the First EGM of 2013 for consideration and approval.

The Remuneration Distribution and Settlement Plan for Directors and Supervisors in 2012

Unit: RMB

						Deferred	
Total remuneration in 2012 (before tax)						payment for	Actual
Ann		Annual				the annual	payment in
		erformance				performance	2012
Name sala	•	bonus	Allowance	Welfare	Total	bonus	(before tax)
	a	b	c	d	e=a+b+c+d	f	g=e-f
Directors							
Wang Hongzhang 495,0	000	1,163,500	-	323,210	1,981,710	581,751	1,399,959
Zhang Jianguo 445,5	00	1,173,150	-	339,605	1,958,255	586,576	1,371,679
Wang Yong	_	_	-	_	_	_	_
Zhu Zhenmin	-	-	-	_	_	_	_
Li Xiaoling	_	_	-	_	_	_	_
Chen Yuanling	-	-	-	_	_	_	_
Dong Shi	-	-	-	_	_	_	_
Yam Chi Kwong,							
Joseph	_	_	380,000	_	380,000	_	380,000
Jenny Shipley	_	-	440,000	_	440,000	_	440,000
Elaine La Roche	_	_	130,000	_	130,000	_	130,000
Zhao Xijun	_	_	410,000	_	410,000	_	410,000
Wong Kai-Man	-	_	440,000	-	440,000	-	440,000
Supervisors							
Zhang Furong 435,6	00	1,147,080	_	339,605	1,922,285	573,541	1,348,744
Liu Jin 321,7	50	845,666	_	255,605	1,423,021	422,834	1,000,187
Song Fengming	_	_	270,000	_	270,000	_	270,000
Zhang Huajian ²	_	-	50,000	_	50,000	_	50,000
Jin Panshi ³	_	_	50,000	_	50,000	_	50,000
Li Weiping ³	_	_	50,000	_	50,000	_	50,000
Huang Shuping ³	_	_	50,000	_	50,000	_	50,000
Guo Feng	_	_	250,000	_	250,000	_	250,000
Dai Deming	-	-	270,000	_	270,000	-	270,000
Directors Resigned during the Year							
Chen Zuofu 420,7	50	1,105,871	_	293,105	1,819,726	552,937	1,266,789
Zhu Xiaohuang 280,5	00	737,528	_	194,524	1,212,552	368,765	843,787
Lu Xiaoma	_	_	_	_	-	_	-
Peter Levene	-	-	180,000	-	180,000	_	180,000

Notes:

- 1. The remuneration before tax in the above table refers to the total amount of remuneration of the Directors and Supervisors of the Bank for the year 2012.
- 2. Remuneration before tax paid for serving as the shareholder representative Supervisor of the Bank.
- 3. Remuneration before tax paid for serving as the employee representative Supervisor of the Bank.

4. Changes of Directors

Upon election at the 2012 first extraordinary general meeting and meeting of the Board and the approval of the CBRC, Mr. Wang Hongzhang commenced his position as the chairman of the Board and an executive Director of the Bank from January 2012.

Upon the election at the 2011 annual general meeting of the Bank and the approval of CBRC, Ms. Elaine La Roche commenced her position as an independent non-executive Director of the Bank from September 2012.

Upon the conclusion of the 2011 annual general meeting of the Bank, Lord Peter Levene ceased to serve as an independent non-executive Director of the Bank due to expiry of his term of office.

From 22 August 2012, Mr. Zhu Xiaohuang ceased to serve as an executive Director of the Bank due to personal job change.

From 24 October 2012, Mr. Chen Zuofu ceased to serve as an executive Director of the Bank due to personal job change.

From 22 November 2012, Mr. Lu Xiaoma ceased to serve as a non-executive Director of the Bank due to personal job change.

ELECTION OF MR. ZHANG LONG AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the Company Law of the PRC, other applicable rules and regulations and the Articles of Association, the Board proposed to elect Mr. Zhang Long as an independent non-executive Director of the Bank. The term of office of Mr. Zhang Long will end on the date of the 2015 annual general meeting of the Bank. After the approval of the First EGM, the qualification for Mr. Zhang Long as director of the Bank is subject to the approval by CBRC.

The biographical details of Mr. Zhang Long are as follows:

Mr. Zhang Long, aged 48, is Chairman of Zhongbao Ruixin Investment Co., Ltd. Mr. Zhang was president of Inner Mongolia Ruifeng Mining Industries Co., Ltd from 2007 to 2009, secretary to the board of directors of the Bank from December 2006 to May 2007, and controller of Investment and Wealth Management Banking of the Bank from May 2006 to May 2007. He was executive vice president of Investment and Wealth Management Banking Committee of the Bank from March 2006 to May 2006, general manager of Credit Approval Department and head of Management Mechanism Reform Drive Office of the Bank from December 2004 to March 2006. He served consecutively as deputy head and head of Office of Credit Management Committee of the Bank, head of Credit Approval Office under Risk Control & Management Committee of the Bank and general manager of Credit Approval Department of the Bank from August 1998 to December 2004. Mr. Zhang was regional economist and investment officer of Asia Bureau of International Finance Corporation from December 1995 to August 1998, regional economist of Central Asia, Middle-East and North Africa Bureau of International Finance Corporation from August 1994 to December 1995, and senior research analyst of Brookings Research Institute from October 1992 to August 1994. Mr. Zhang obtained a bachelor's degree in engineering physics from Tsinghua University in 1985, a master's degree in business administration from University of Chicago in 1989 and a PhD in economics from University of California in 1992.

The emoluments of Mr. Zhang Long shall be determined pursuant to *Measures on Administration of Allowance for Independent Directors and External Supervisors of China Construction Bank Corporation*. The nomination and remuneration committee of the Board shall, at 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 consideration.

As at the date of this circular, Mr. Zhang Long holds 235,400 of A shares in the Bank. Save as disclosed above, he does not hold any interest in shares of the Bank as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as stated in the biographical details, Mr. Zhang Long has no other relationship with the Bank's Directors, Supervisors, senior management, substantial shareholders or controlling shareholder, and 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 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 Listing Rules. Save as disclosed in the biographical details, Mr. Zhang Long held no directorship in other listed companies in the last three years, nor is he 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.

ELECTION OF MS. ZHANG YANLING AS A NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the Company Law of the PRC, other applicable rules and regulations and the Articles of Association, the Board proposed to elect Ms. Zhang Yanling as a non-executive Director of the Bank. The term of office of Ms. Zhang Yanling will end on the date of the 2015 annual general meeting of the Bank. After the approval of the First EGM, the qualification of Ms. Zhang Yanling as director of the Bank is subject to the approval by CBRC.

The biographical details of Ms. Zhang Yanling are as follows:

Ms. Zhang Yanling, aged 62, was executive vice president of BOC (Bank of China) from March 2002 to July 2010, and assistant president of BOC from October 2000 to March 2002. Ms. Zhang served consecutively as the general manager of business department, Milan Branch and legal affairs department of BOC from April 1997 to August 2002. Ms. Zhang was non-executive director of BOC Hong Kong (Holdings) Limited from June 2002 to December 2011, vice chairperson and chairperson of BOC International from September 2003 to May 2010, chairperson of BOC (UK) Limited from November 2007 to September 2010, the chairperson of BOC Aviation Pte. Ltd. from December 2008 to December 2011, and the vice chairperson of the ICC (International Chamber of Commerce) Commission on Banking from July 2002 to April 2013. Ms. Zhang has been executive director of the ICC World Council since July 2012, director of Negotiable Instruments Research Institute of China University of Political Science and Law since 2011, and senior research fellow of Chongyang Institute for finance studies of Renmin University of China since 2013. Ms. Zhang Yanling graduated from English department of Liaoning University in 1977 and obtained a Master's degree in finance from Wuhan University in 1999.

The emoluments of Ms. Zhang Yanling shall be determined pursuant to *Interim Measures* on *Emoluments Distribution for Directors and Supervisors of China Construction Bank Corporation*. The nomination and remuneration committee of the Board shall, at 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 consideration.

Save as disclosed in the biographical details, Ms. Zhang Yanling has no other relationship with the Bank's Directors, Supervisors, senior management, substantial shareholders or controlling shareholder. Ms. Zhang does not hold any interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Ms. Zhang 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 Listing Rules, nor is she 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 Listing Rules. Ms. Zhang held no directorship in other listed companies in the last three years, nor does she hold any position in any members of the group. There is no other issue that shall be brought to the attention of the Shareholders of the Bank.

ELECTION OF MR. GUO YANPENG AS A NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the Company Law of the PRC, other applicable rules and regulations and the Articles of Association, the Board proposed to elect Mr. Guo Yanpeng as a non-executive Director of the Bank. The term of office of Mr. Guo Yanpeng will end on the date of the 2015 annual general meeting of the Bank. After the approval of the First EGM, the qualification of Mr. Guo Yanpeng as director of the Bank is subject to the approval by CBRC.

The biography details of Mr. Guo Yanpeng are as follows:

Mr. Guo Yanpeng, aged 51, has served as deputy director-general of MOF (Ministry of Finance) since October 2009. Mr. Guo was the chairman of Trade Union of MOF from December 2005 to October 2009, the deputy director and director of Organizational Department of MOF from September 1998 to December 2005, the principal staff member and research associate of MOF from May 1995 to September 1998. Mr. Guo obtained his college diploma in international economics from Correspondence Institute of the Party School of the Central Committee of CPC in December 1997.

Emoluments of Mr. Guo Yanpeng shall be determined pursuant to the *Interim Measures* on *Emoluments Distribution for Directors and Supervisors of China Construction Bank Corporation*. The nomination and remuneration committee of the Board shall, at 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.

Save as disclosed in the biographical details, Mr. Guo Yanpeng has no other relationship with the Bank's Directors, Supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Guo does not hold any interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong).

Mr. Guo 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 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 Listing Rules. Mr. Guo held no directorship in other listed companies in the last three years, nor does he hold any position in any members of the group. There is no other issue that shall be brought to the attention of the Shareholders of the Bank.

THE FIRST EGM OF 2013

The notice of the First EGM of 2013 to be held at 10:00 a.m. on 24 October 2013 at No. 25 Financial Street, Xicheng District, Beijing is set out in this circular. The First EGM of 2013 will start at 10:00 a.m. and the registration for admission will be from 9:20 a.m. to 10:00 a.m. on 24 October 2013.

In order to determine the holders of the H shares who are entitled to attend the First EGM of 2013, the register of members of H shares will be closed from 24 September 2013 to 24 October 2013, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H shares who intend to attend the First EGM of 2013 must lodge the share certificates together with the transfer documents at the H shares registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 4:30 p.m. on 23 September 2013. The address of Computershare Hong Kong Investor Services Limited is Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Holders of H Shares whose names appear on the H Shares register of members of the Bank by the close of business on 23 September 2013 are entitled to attend the First EGM of 2013.

A reply slip and a proxy form for use at the First EGM of 2013 are enclosed and also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Holders of H shares who intend to attend the First EGM of 2013 by proxy should complete and return the enclosed proxy form to Computershare Hong Kong Investor Services Limited no later than 24 hours before the scheduled time for holding the First EGM of 2013. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude you from attending the First EGM of 2013 and voting in person if you so wish. Holders of H Shares who intend to attend the First EGM of 2013 in person or by proxy should complete and return the reply slip in person, by post or by fax to Computershare Hong Kong Investor Services Limited on or before 4 October 2013. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

VOTING METHOD AT THE FIRST EGM OF 2013

Voting at the First EGM of 2013 will be taken by way of on-site registered poll. Online voting will not be provided.

RECOMMENDATION

The Board considers that the proposal mentioned above is in the interests of the Bank and all the Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favour of the relevant resolutions to be proposed at the First EGM of 2013.

By order of the Board

China Construction Bank Corporation

Zhang Jianguo

Vice Chairman, Executive Director and

President

9 September 2013



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)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2013

NOTICE IS HEREBY GIVEN that the First Extraordinary General Meeting of China Construction Bank Corporation (the "Bank") will be held at 10:00 a.m. on 24 October 2013 at No. 25 Financial Street, Xicheng District, Beijing to consider and, if thought fit, pass the following resolutions:

AS ORDINARY RESOLUTIONS

- the remuneration distribution and settlement plan for Directors and Supervisors in 2012
- 2. election of Mr. Zhang Long as an independent non-executive Director of the Bank
- 3. election of Ms. Zhang Yanling as a non-executive Director of the Bank
- 4. election of Mr. Guo Yanpeng as a non-executive Director of the Bank

Details of the above proposals are set out in the circular for the First EGM of 2013 dated 9 September 2013. Unless otherwise indicated, the terms used in the notice shall have the same meaning as those defined in the circular.

By order of the Board

China Construction Bank Corporation

Zhang Jianguo

Vice Chairman, Executive Director and President

9 September 2013

As at the date of this notice, the executive directors of the Bank are Mr. Wang Hongzhang, Mr. Zhang Jianguo, Mr. Zhu Hongbo and Mr. Hu Zheyi; the non-executive directors of the Bank are Mr. Zhu Zhenmin, Mr. Qi Shouyin, Ms. Chen Yuanling and Mr. Dong Shi; and 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.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2013

Notes:

- 1. The voting at the First EGM of 2013 will be taken by way of on-site registered poll. Online voting will not be provided.
- 2. In order to determine the holders of the H shares who are entitled to attend the First EGM of 2013, the register of members of H shares will be closed from 24 September 2013 to 24 October 2013, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H shares who intend to attend the First EGM of 2013 must lodge the share certificates together with the transfer documents at the H shares registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 4:30 p.m. on 23 September 2013. The address of Computershare Hong Kong Investor Services Limited is Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Holders of H Shares whose names appear on the H Shares register of members of the Bank by the close of business on 23 September 2013 are entitled to attend the First EGM of 2013.
- 3. A Shareholder entitled to attend and vote at the First EGM of 2013 may appoint one or more proxies to attend and vote on his behalf. A proxy need not to be a Shareholder of the Bank.
- 4. The instrument appointing a proxy must be in writing and signed by a Shareholder or his duly authorized attorney. If the Shareholder is a corporation, such instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorized attorney(s).
- 5. Holders of H Shares who intend to attend the First EGM of 2013 by proxy should complete and return the enclosed proxy form to Computershare Hong Kong Investor Services Limited no later than 24 hours before the scheduled time for the First EGM of 2013. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the First EGM of 2013 if he so wishes.
- 6. Holders of H Shares who intend to attend the First EGM of 2013 in person or by proxy should return the reply slip in person, by post or by fax to the H Shares registrar of the Bank, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 4 October 2013 by hand, by mail or by fax (Fax: (852) 2865 0990).
- 7. The First EGM of 2013 is expected to last for half a day. Shareholders (in person or by proxy) attending the First EGM of 2013 are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the First EGM of 2013 shall present their identity certifications.