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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
(28 April 2020)**

The meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 28 April 2020 in Beijing. The Bank issued the written notice of the Meeting on 14 April 2020. The Meeting was chaired by Mr. Tian Guoli, chairman of the Board. 14 directors were eligible to attend the Meeting and all of them attended the Meeting in person. The Meeting was convened in compliance 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 “**Articles of Association**”) and other relevant rules.

The following resolutions were considered and approved at the Meeting:

I. Proposal regarding the Report for the First Quarter of 2020

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

For details regarding the Report for the First Quarter of 2020 of China Construction Bank Corporation, please refer to the relevant document published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

II. Proposal regarding the Internal Capital Adequacy Assessment Report of China Construction Bank for 2020

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

III. Proposal regarding the Capital Plan of China Construction Bank for 2021 to 2023

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

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

IV. Proposal regarding the Authorization for Temporary Limit on Charitable Donations for 2020

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

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

V. Proposal regarding the Re-election of Ms. Feng Bing as Non-executive Director of the Bank

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

Ms. Feng Bing has abstained from voting on this proposal.

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

It was resolved at the Meeting that Ms. Feng Bing be nominated for re-election as non-executive director of the Bank, whose term of office will be three years and will terminate on the date of the 2022 shareholders' annual general meeting of the Bank. Ms. Feng Bing satisfies the qualifications and requirements of director required by relevant laws, regulations and the Articles of Association.

Ms. Feng Bing, aged 54, is of Chinese nationality. Ms. Feng has served as non-executive director of the Bank since July 2017. Ms. Feng served as deputy director (deputy director-general level) of Payment Centre of the National Treasury of Ministry of Finance from September 2015 to August 2017. From August 1988 to September 2015, she had served in various positions including deputy division-chief and division-chief of the Tax Department of Ministry of Finance. Ms. Feng graduated from Renmin University of China with a bachelor's degree in finance in 1988, and obtained her master's degree in finance from Renmin University of China in 2001. Ms. Feng is currently an employee of Huijin, the Bank's substantial shareholder.

Save as disclosed in the biographical details, Ms. Feng Bing has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Ms. Feng Bing has no 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. Feng Bing 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 (the "**Hong Kong 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 Hong Kong Listing Rules. Ms. Feng Bing did not hold any directorship in any other listed company in the last three years, nor does she 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.

Ms. Feng Bing as non-executive director of the Bank will not receive any emoluments from the Bank. It was resolved that this proposal be submitted to the shareholders' general meeting of the Bank for consideration. After this approval, Ms. Feng Bing will continue to serve as non-executive director of the Bank and member of each of the Strategy Development Committee and Nomination and Remuneration Committee of the Board.

VI. Proposal regarding the Re-election of Mr. Zhang Qi as Non-executive Director of the Bank

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

Mr. Zhang Qi has abstained from voting on this proposal.

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

It was resolved at the Meeting that Mr. Zhang Qi be nominated for re-election as non-executive director of the Bank, whose term of office will be three years and will terminate on the date of the 2022 shareholders' annual general meeting of the Bank. Mr. Zhang Qi satisfies the qualifications and requirements of director required by relevant laws, regulations and the Articles of Association.

Mr. Zhang Qi, aged 47, is of Chinese nationality. Mr. Zhang has served as non-executive director of the Bank since July 2017. Mr. Zhang has served as non-executive director of Bank of China Limited from July 2011 to June 2017. Mr. Zhang worked consecutively at Central Expenditure Division One and Comprehensive Division of the Budget Department, and Ministers' Office under the General Office of Ministry of Finance, as well as in the Office of China Investment Corporation, and had served as deputy division-chief, division-chief and senior manager from 2001 to 2011. Mr. Zhang studied in the Investment Department and Finance Department of Dongbei University of Finance & Economics from 1991 to 2001 and obtained his bachelor's degree, master's degree and Ph.D. degree in economics in 1995, 1998 and 2001 respectively. Mr. Zhang is currently a doctoral supervisor at Dongbei University of Finance & Economics. Mr. Zhang is currently an employee of Huijin, the Bank's substantial shareholder.

Save as disclosed in the biographical details, Mr. Zhang Qi has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Zhang Qi has no 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. Zhang Qi 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 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. Zhang Qi 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.

Mr. Zhang Qi as non-executive director of the Bank will not receive any emoluments from the Bank. It was resolved that this proposal be submitted to the shareholders' general meeting of the Bank for consideration. After this approval, Mr. Zhang Qi will continue to serve as non-executive director of the Bank and member of each of the Strategy Development Committee and Nomination and Remuneration Committee of the Board.

VII. Proposal regarding the Nomination of Mr. Xu Jiandong as Non-executive Director of the Bank

Voting results: 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 at the Meeting that Mr. Xu Jiandong be nominated as non-executive director of the Bank, whose term of office will be three years taking effect upon the approval by the China Banking and Insurance Regulatory Commission and terminating on the date of the annual general meeting for the year when such term of office expires. Mr. Xu Jiandong satisfies the qualifications and requirements of director required by relevant laws, regulations and the Articles of Association.

Mr. Xu Jiandong, aged 56, is of Chinese nationality. Mr. Xu has served as non-executive director of Agricultural Bank of China Limited since February 2015. Mr. Xu worked at the State Administration of Foreign Exchange from July 1986 to April 2015, during which, he served as deputy counsel of the Management and Inspection Department from June 2012 to April 2015, deputy director of the Financial Affairs Office of Jilin Province from April 2011 to June 2012, deputy counsel of the Balance of Payment Department from March 2004 to April 2011, division-chief of the Banking Management Division of the Balance of Payment Department from September 2000 to March 2004 and deputy division-chief of the Foreign Exchange Market Management Division of the Balance of Payment Department from September 1994 to September 2000. Mr. Xu Jiandong graduated from Central University of Finance and Economics with a bachelor's degree in finance in 1986.

Save as disclosed in the biographical details, Mr. Xu Jiandong has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Xu Jiandong has no 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. Xu Jiandong 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 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. Xu Jiandong 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.

Mr. Xu Jiandong as non-executive director of the Bank will not receive any emoluments from the Bank. It was resolved that this proposal be submitted to the shareholders' general meeting of the Bank for consideration.

Announcement of the captioned matters is hereby given.

By Order of the Board
China Construction Bank Corporation
Liu Guiping
Vice Chairman, Executive Director and President

28 April 2020

As at the date of this announcement, the executive directors of the Bank are Mr. Tian Guoli, Mr. Liu Guiping and Mr. Zhang Gengsheng; the non-executive directors of the Bank are Ms. Feng Bing, Mr. Zhu Hailin, Mr. Zhang Qi, Mr. Tian Bo and Mr. Xia Yang; and the independent non-executive directors of the Bank are Ms. Anita Fung Yuen Mei, Sir Malcolm Christopher McCarthy, Mr. Carl Walter, Mr. Kenneth Patrick Chung, Mr. Graeme Wheeler and Mr. Michel Madelain.