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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 Supervisors
(28 April 2020)**

The meeting of the board of supervisors (the “**Meeting**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 28 April 2020 in Beijing. The Bank issued a written notice of the Meeting on 17 April 2020. The Meeting was chaired by Mr. Wang Yongqing, chairman of the board of supervisors. 6 supervisors 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* 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: 6 votes, voted against: 0 vote, abstained from voting: 0 vote.

The board of supervisors of the Bank was of the opinion that the preparation and examination procedures relating to Report for the First Quarter of 2020 of the Bank complied with the laws, administrative regulations and regulatory provisions. The content of the report was true, accurate and fully reflected the actual circumstances of the Bank.

II. Proposal regarding the Nomination of Mr. Yang Fenglai as Candidate for Shareholder Representative Supervisor

Voting results: voted in favour: 6 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved at the Meeting that Mr. Yang Fenglai be nominated as candidate for shareholder representative supervisor of the Bank, whose term of office will be three years and will end on the date of the 2022 shareholders' annual general meeting of the Bank.

The biographical details of Mr. Yang Fenglai are set out below:

Mr. Yang Fenglai, aged 57, is of Chinese nationality. Mr. Yang has served as the general manager of Sichuan Branch of the Bank since June 2014. From July 2011 to April 2014, he served as the person in charge of the operation and management department of the Bank; from January 2005 to July 2011, he was the deputy general manager of Sichuan Branch of the Bank; from October 2003 to January 2005, he served as assistant general manager (deputy general manager level) of the Sichuan Branch of the Bank; from March 2003 to October 2003, he served as full-time credit approver (deputy general manager level) of credit approval department of the Bank; from April 2002 to March 2003, he served as full-time credit approver (deputy general manager level) of the credit approval office of the risk and internal control management committee of the Bank; from November 1994 to April 2002, he worked consecutively as the deputy chief of the credit division of Sichuan Branch of the Bank, deputy chief and chief of the credit management department of the head office, chief of credit risk management division, chief of credit operation division, general manager of the corporate business department of Sichuan Branch of the Bank. Mr. Yang is a senior economist. He graduated from University of Chengdu with a bachelor's degree in enterprise management in 1983 and obtained a master's degree in economics from Southwestern University of Finance and Economics in 2004.

Saved as disclosed in the biographical details, Mr. Yang Fenglai has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Except for 16,789 H shares of the Bank indirectly held by Mr. Yang Fenglai by participating in the employee stock incentive plan, he has no interest in shares of the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Mr. Yang Fenglai 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 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. Yang Fenglai 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.

Emoluments of Mr. Yang Fenglai shall be determined pursuant to the relevant regulations of the Bank and be submitted to the shareholders' general meeting for approval.

It was resolved that this proposal be submitted to the 2019 shareholders' annual general meeting of the Bank for consideration.

III. Proposal regarding the Nomination of Mr. Liu Huan as Candidate for External Supervisor

Voting results: voted in favour: 6 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved at the Meeting that Mr. Liu Huan be nominated as candidate for external supervisor of the Bank, whose term of office will be three years and will end on the date of the 2022 shareholders' annual general meeting of the Bank.

The biographical details of Mr. Liu Huan are set out below:

Mr. Liu Huan, aged 65, is of Chinese nationality. Mr. Liu serves as Counselor of the State Council and professor at the School of Public Finance and Tax of Central University of Finance and Economics. From 2006 to 2016, he served as deputy dean of the School of Tax of Central University of Finance and Economics; from 1997 to 2006, he served consecutively as the deputy director of the Department of Tax of the Central University of Finance and Economics, and deputy dean of the School of Finance and Public Management; from 2004 to 2005, he worked consecutively on secondment as deputy director of Local Taxation Bureau in Xicheng district of Beijing, assistant director of the Beijing Local Taxation Bureau; he worked in the Central Institute of Finance and Banking (now Central University of Finance and Economics) since 1982, and served as deputy director of the Department of Finance from 1992 to 1997. Mr. Liu is a standing member of Beijing Municipal Committee of the Chinese People's Political and Consultative Conference and deputy director of the Economic Committee of the Beijing Municipal Committee of the Chinese People's Political and Consultative Conference; he also worked concurrently as visiting professor at the School of Economics and Management of Tsinghua University, visiting professor at the School of Overseas Education of Shanghai Jiao Tong University and master advisor of Tax in University of Chinese Academy of Social Sciences. He also serves as independent director of the Liaoning Wellhope Agri-Tech Group Company. Mr. Liu is a certified public accountant and obtained his bachelor's degree in economics from the Central Institute of Finance and Banking in 1982.

Saved as disclosed in the biographical details, Mr. Liu Huan has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Liu Huan has no interest in shares of the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Mr. Liu Huan 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. Liu Huan 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.

Remuneration of Mr. Liu Huan shall be determined pursuant to the Measures on Management of Remuneration for Independent Directors and External Supervisors of China Construction Bank Corporation and be submitted to the shareholders' general meeting for approval.

It was resolved that this proposal be submitted to the 2019 shareholders' annual general meeting of the Bank for consideration.

IV. Proposal regarding the Nomination of Mr. Ben Shenglin as Candidate for External Supervisor

Voting results: voted in favour: 6 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved at the Meeting that Mr. Ben Shenglin be nominated as candidate for external supervisor of the Bank, whose term of office will be three years and will end on the date of the 2022 shareholders' annual general meeting of the Bank.

The biographical details of Mr. Ben Shenglin are set out below:

Mr. Ben Shenglin, aged 54, is of Chinese nationality. Mr. Ben has served as professor and doctoral advisor of Zhejiang University since May 2014, the executive director of the International Monetary Institute of Renmin University of China since January 2014, and the co-director of the International Monetary Institute since July 2018. He served as dean of Academy of Internet Finance of Zhejiang University since April 2015 and dean of the International Business School of Zhejiang University since October 2018. From April 2010 to April 2014, he served as the chief executive officer and a member of the global leadership team at global corporate bank of J.P. Morgan Chase Bank (China); from February 2005 to March 2010, he served as the head of financial institutions department and head of industrial commercial banking department and other positions of HSBC in China; from September 1994 to January 2005, he served as general manager of liquidity business of Dutch Bank in China. Mr. Ben currently serves as an independent director of China International Capital Corporation Limited, Wuchan Zhongda Group Co., Ltd. and Home Credit B.V., and an external supervisor of Industrial Bank Co., Ltd. Mr. Ben is a standing member of Zhejiang Provincial Committee of the Chinese People's Political and Consultative Conference and holds social positions such as the co-chairman of the Zhejiang Internet Finance Association. Mr. Ben graduated from Tsinghua University in 1987 with a bachelor's degree in engineering. He obtained a master's degree in enterprise management from Renmin University of China in 1990 and a PhD degree in economics from Purdue University in 1994.

Saved as disclosed in the biographical details, Mr. Ben Shenglin has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Ben Shenglin has no interest in shares of the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong). Mr. Ben Shenglin 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. Ben Shenglin 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.

Remuneration of Mr. Ben Shenglin shall be determined pursuant to the Measures on Management of Remuneration for Independent Directors and External Supervisors of China Construction Bank Corporation and be submitted to the shareholders' general meeting for approval.

It was resolved that this proposal be submitted to the 2019 shareholders' annual 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.