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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)**

### **NOTICE OF FIRST EGM OF 2015**

**NOTICE IS HEREBY GIVEN** that the First EGM of 2015 of China Construction Bank Corporation (the “**Bank**”) will be held at No. 25, Financial Street, Xicheng District, Beijing on 28 October 2015 at 15:00, to consider and, if thought fit, pass the following resolutions:

#### **AS ORDINARY RESOLUTIONS**

1. Proposal regarding Mr. Carl Walter to serve as an independent non-executive Director of the Bank
2. Proposal regarding Ms. Anita Fung Yuen Mei to serve as an independent non-executive Director of the Bank

Details of the above proposals are set out in the circular regarding the First EGM of 2015 of the Bank dated 11 September 2015. Unless otherwise indicated, the capitalized terms used in this notice shall have the same meaning as those defined in the circular.

By order of the Board

**China Construction Bank Corporation**

**Wang Zuji**

*Vice Chairman, Executive Director and President*

11 September 2015

*As at the date of this notice, 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 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, Ms. Elaine La Roche, Mr. Chung Shui Ming Timpson, Mr. Wim Kok, Mr. Murray Horn and Ms. Margaret Leung Ko May Yee.*

*Notes:*

1. The voting at the First EGM of 2015 will be taken by way of registered poll.
2. In order to determine the H Shareholders who are entitled to attend the First EGM of 2015, the Bank's register of members for H Shares will be closed from 28 September 2015 to 28 October 2015, both days inclusive, during which period no transfer of H Shares will be effected. Unregistered H Shareholders who wish to attend the First EGM of 2015 must lodge the share certificates together with the transfer documents at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 16:30 on 25 September 2015. The address of the share registrar Computershare Hong Kong Investor Services Limited is Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
3. A Shareholder entitled to attend and vote at this general meeting may appoint one or more proxies to attend and vote in his place. Proxies need not to be a Shareholder.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorized attorney(s).
5. To be valid, H Shareholders who intend to attend this general meeting by proxy should complete and return the enclosed proxy form to the H share registrar of the Bank Computershare Hong Kong Investor Services Limited not less than 24 hours before the scheduled time for holding the First EGM of 2015. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at this general meeting if he so wishes.
6. H Shareholders who intend to attend this general meeting in person or by proxy should return the reply slip in person, by post or by fax ((852) 2865 0990) to the H share 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 8 October 2015.
7. This general meeting is expected to last for half a day. Shareholders (in person or by proxy) attending this general meeting are responsible for their own transportation and accommodation expenses. Shareholders (or their proxies) attending this general meeting shall present identity certification.