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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)

NOTICE OF 2015 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2015 Annual General Meeting of China Construction Bank Corporation (the “**Bank**”) will be held at 14:00 on 17 June 2016 at No. 99 Yincheng Road, Pudong New District, Shanghai and InterContinental Hong Kong, 18 Salisbury Road, Tsim Sha Tsui, Hong Kong, to consider and, if thought fit, pass the following resolutions:

AS ORDINARY RESOLUTIONS

1. 2015 report of Board of Directors
2. 2015 report of Board of Supervisors
3. 2015 final financial accounts
4. 2015 profit distribution plan
5. budget of 2016 fixed assets investment
6. remuneration distribution and settlement plan for directors in 2014
7. remuneration distribution and settlement plan for supervisors in 2014
8. re-election of Mr. Zhang Long as an independent non-executive director of the bank
9. re-election of Mr. Chung Shui Ming Timpson as an independent non-executive director of the bank
10. re-election of Mr. Wim Kok as an independent non-executive director of the bank
11. re-election of Mr. Murray Horn as an independent non-executive director of the bank

12. re-election of Ms. Liu Jin as a shareholder representative supervisor of the bank
13. re-election of Ms. Li Xiaoling as a shareholder representative supervisor of the bank
14. re-election of Mr. Bai Jianjun as an external supervisor of the bank
15. appointment of external auditors for 2016
16. amendment to the impact of diluted immediate return from preference share issuance of China Construction Bank Corporation and measures to make up the return

Reference Documents to the 2015 Annual General Meeting

Work report of Independent Directors for the year of 2015

Details of the above proposals are set out in the 2015 Annual General Meeting circular of the Bank dated 29 April 2016. Unless otherwise indicated, the capitalised 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
Wang Zuji

Vice Chairman, Executive Director and President

29 April 2016

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 Mr. Li Jun, 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, Mr. Chung Shui Ming Timpson, Mr. Wim Kok, Mr. Murray Horn and Ms. Margaret Leung Ko May Yee.

Notes:

1. The voting at the 2015 Annual General Meeting will be taken by way of registered poll.
2. In order to determine the Shareholders of the H shares who are entitled to attend the 2015 Annual General Meeting, the Bank's register of members will be closed from 18 May 2016 to 17 June 2016, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H Shares who wish to attend the 2015 Annual General Meeting 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 17 May 2016. 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 annual general meeting may appoint one or more proxies to attend and vote in his place. Proxies need not to be a Shareholder of the Bank.
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, holders of H shares who intend to attend the 2015 Annual General Meeting by proxy should complete and return the enclosed proxy form to Computershare Hong Kong Investor Services Limited not less than 24 hours before the scheduled time for holding the 2015 Annual General Meeting. The address 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 annual general meeting if he so wishes.
6. Holders of H shares who intend to attend this annual general meeting in person or by proxy should return the reply slip in person, by post or by fax 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 28 May 2016 by hand, by mail or by fax (Fax: (852) 2865 0990).
7. This annual general meeting is expected to last for half a day. Shareholders (in person or by proxy) attending this annual general meeting are responsible for their own transportation and accommodation expenses. Shareholders (or their proxies) attending this annual general meeting shall present identity certification.