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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)**

## **VOTING RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2020**

The board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) announces that the first extraordinary general meeting of 2020 (the “**Meeting**”) was held on 12 November 2020 at No. 25, Financial Street, Xicheng District, Beijing.

The Meeting was convened by the Board and was chaired and presided over by Mr. Tian Guoli, chairman of the Board. Some of the directors, all supervisors and some of the senior management of the Bank attended the Meeting in person. The convening and procedures of the Meeting and the voting method were in compliance with the requirements of laws and regulations, including the *Company Law of the People's Republic of China* and the *Articles of Association of the Bank* (the “**Articles of Association**”).

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular for the first extraordinary general meeting of 2020 dated 25 September 2020.

### **ATTENDANCE OF THE MEETING**

The total number of issued ordinary shares of the Bank as at the date of the Meeting was 250,010,977,486 shares, comprising 9,593,657,606 A shares and 240,417,319,880 H shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the Meeting respectively. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the Meeting. In addition, when the Bank published the circular for the first extraordinary general meeting of 2020 dated 25 September 2020, none of the shareholders has stated the intention to vote against the relevant resolutions or to abstain from voting.

A total of 225 shareholders of the Bank and authorized proxies were present at the Meeting. Shareholders of the Bank and authorized proxies who were present at the Meeting hold an aggregate of 186,534,843,436 shares, representing 74.610662% of the total voting shares of the Bank.

Total number of shareholders and authorized proxies present at the Meeting	225
Including: number of A-Share Holders	215
number of H-Share Holders	10
Total number of shares with voting rights (shares)	186,534,843,436
Including: total number of shares held by A-Share Holders	1,265,411,921
total number of shares held by H-Share Holders	185,269,431,515
Percentage of total shares of the Bank with voting rights (%)	74.610662
Including: percentage of total shares held by A-Share Holders (%)	0.506143
percentage of total shares held by H-Share Holders (%)	74.104519

Voting at the Meeting was conducted by poll. Mr. Liang Haitao and Mr. Zhi Li, being shareholders' representatives and Mr. Wu Jianhang, being a supervisor of the Bank, were appointed to count the votes at the Meeting. Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, was appointed as the scrutineer for the voting at the Meeting.

## VOTING RESULTS OF THE MEETING

The voting results in respect of the resolutions proposed at the Meeting were as follows:

### 1. Election of Mr. Lyu Jiabin as Executive Director of the Bank

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,263,992,991	99.887868	1,418,830	0.112124	100	0.000008
H Shares	184,128,123,138	99.383974	1,092,442,157	0.589650	48,866,220	0.026376
Total Ordinary Shares:	185,392,116,129	99.387392	1,093,860,987	0.586411	48,866,320	0.026197

## 2. Election of Ms. Shao Min as Non-executive Director of the Bank

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,263,971,491	99.886169	1,440,430	0.113831	0	0.000000
H Shares	183,439,333,100	99.012196	1,732,319,195	0.935027	97,779,220	0.052777
Total Ordinary Shares:	184,703,304,591	99.018125	1,733,759,625	0.929456	97,779,220	0.052419

## 3. Election of Ms. Liu Fang as Non-executive Director of the Bank

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,263,971,491	99.886169	1,440,430	0.113831	0	0.000000
H Shares	183,439,338,100	99.012199	1,732,319,195	0.935027	97,774,220	0.052774
Total Ordinary Shares:	184,703,309,591	99.018128	1,733,759,625	0.929456	97,774,220	0.052416

## 4. Election of Mr. William (Bill) Coen as Independent Non-executive Director of the Bank

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,265,252,981	99.987440	158,840	0.012552	100	0.000008
H Shares	185,205,741,166	99.965623	14,799,129	0.007988	48,891,220	0.026389
Total Ordinary Shares:	186,470,994,147	99.965771	14,957,969	0.008019	48,891,320	0.026210

## 5. Remuneration distribution and settlement plan for directors for the year 2019

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,265,248,181	99.987060	163,640	0.012932	100	0.000008
H Shares	185,200,273,715	99.962672	20,286,580	0.010950	48,871,220	0.026378
Total Ordinary Shares:	186,465,521,896	99.962837	20,450,220	0.010963	48,871,320	0.026200

## 6. Remuneration distribution and settlement plan for supervisors for the year 2019

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,265,248,181	99.987060	163,540	0.012924	200	0.000016
H Shares	185,198,568,715	99.961751	20,286,580	0.010950	50,576,220	0.027299
Total Ordinary Shares:	186,463,816,896	99.961923	20,450,120	0.010963	50,576,420	0.027114

## 7. Issuance of qualified write-down tier 2 capital instruments

Voting Result: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)	Number of voting Shares	Percentage of voting Shares (%)
A Shares	1,265,248,181	99.987060	163,540	0.012924	200	0.000016
H Shares	185,200,234,435	99.962651	20,270,580	0.010941	48,926,500	0.026408
Total Ordinary Shares:	186,465,482,616	99.962816	20,434,120	0.010955	48,926,700	0.026229

The abovementioned resolutions 1-6 are ordinary resolutions, which were all duly passed by obtaining more than 50% of the votes in favour of each resolution from shareholders and authorized proxies present at the Meeting and the abovementioned resolution 7 is special resolution, which was duly passed by obtaining more than two-thirds of the votes in favour of the resolution from shareholders and authorized proxies present at the Meeting. There were no resolutions at the Meeting that require shareholders to abstain from voting.

## **APPOINTMENTS OF DIRECTORS**

Mr. Lyu Jiajin will serve as executive director of the Bank upon the approval by China Banking and Insurance Regulatory Commission (the “CBIRC”) of his qualifications for serving as a director. His term of office will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the annual general meeting for the year when such term of office expires.

Ms. Shao Min will serve as non-executive director of the Bank upon the approval by the CBIRC of her qualifications for serving as a director. Her term of office will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the annual general meeting for the year when such term of office expires.

Ms. Liu Fang will serve as non-executive director of the Bank upon the approval by the CBIRC of her qualifications for serving as a director. Her term of office will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the annual general meeting for the year when such term of office expires.

Mr. William (Bill) Coen will serve as independent non-executive director of the Bank, his appointment qualifications are subject to the approval by the CBIRC. The term of office of Mr. William (Bill) Coen will be three years, taking effect upon the conclusion of the 2020 annual general meeting and terminating on the date of the annual general meeting for the year when such term of office expires.

For the biographical details of the aforesaid directors, please refer to the circular for the first extraordinary general meeting of 2020 dated 25 September 2020 published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

## **LAWYER'S CERTIFICATION**

Commerce & Finance Law Offices witnessed the Meeting and issued a legal opinion stating that the convening and procedures of the Meeting, the voting process, the qualifications of attendees and conveners were in compliance with the relevant laws and regulations as well as the Articles of Association. The voting results of the Meeting were lawful and valid.

**The Board of Directors of  
China Construction Bank Corporation**

12 November 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 Mr. Xu Jiandong, Ms. Feng Bing, 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.*