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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)**

## **VOTING RESULTS OF THE 2020 ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) announces that the 2020 Annual General Meeting (the “**Meeting**”) was held on 25 June 2021 at No. 25, Financial Street, Xicheng District, Beijing.

The Meeting was convened by the Board of the Bank and was chaired and presided over by Mr. Tian Guoli, chairman of the Board. All 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 China Construction Bank Corporation* (the “**Articles of Association**”).

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular for the Meeting dated 28 April 2021.

### **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 Meeting dated 28 April 2021, none of the shareholders has stated the intention to vote against the relevant resolutions or to abstain from voting.

A total of 277 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 200,427,034,773 shares, representing 80.167294% of the total voting shares of the Bank.

Total number of shareholders and authorized proxies present at the Meeting	277
Including: number of A-Share Holders	267
number of H-Share Holders	10
Total number of shares with voting rights (shares)	200,427,034,773
Including: total number of shares held by A-Share Holders	886,819,173
total number of shares held by H-Share Holders	199,540,215,600
Percentage of total shares of the Bank with voting rights (%)	80.167294
Including: percentage of total shares held by A-Share Holders (%)	0.354712
percentage of total shares held by H-Share Holders (%)	79.812582

Voting at the Meeting was conducted by poll. Mr. Zhi Li and Mr. Fang Jingxing, being shareholders' representatives and Mr. Lu Kegui, 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. 2020 Report of the Board of Directors

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	881,314,113	99.379235	4,838,960	0.545654	666,100	0.075111
H Shares	198,626,335,970	99.542007	574,811,322	0.288068	339,068,308	0.169925
Total Ordinary Shares:	199,507,650,083	99.541287	579,650,282	0.289208	339,734,408	0.169505

## 2. 2020 Report of the Board of Supervisors

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	882,135,813	99.471892	4,017,060	0.452974	666,300	0.075134
H Shares	199,090,062,218	99.774405	111,085,074	0.055670	339,068,308	0.169925
Total Ordinary Shares:	199,972,198,031	99.773066	115,102,134	0.057429	339,734,608	0.169505

## 3. 2020 Final Financial Accounts

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	881,838,313	99.438345	4,314,160	0.486476	666,700	0.075179
H Shares	199,010,626,781	99.734595	190,520,511	0.095480	339,068,308	0.169925
Total Ordinary Shares:	199,892,465,094	99.733285	194,834,671	0.097209	339,735,008	0.169506

#### 4. 2020 Profit Distribution Plan

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	884,936,173	99.787668	1,830,900	0.206457	52,100	0.005875
H Shares	199,301,658,088	99.880446	161,498,731	0.080936	77,058,781	0.038618
Total Ordinary Shares:	200,186,594,261	99.880036	163,329,631	0.081491	77,110,881	0.038473

#### 5. 2021 Fixed Asset Investment Budget

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	885,105,273	99.806736	1,341,800	0.151305	372,100	0.041959
H Shares	199,463,097,238	99.961352	59,581	0.000030	77,058,781	0.038618
Total Ordinary Shares:	200,348,202,511	99.960668	1,401,381	0.000699	77,430,881	0.038633

**6. Election of Mr. Kenneth Patrick Chung to be Re-appointed 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	787,896,329	88.845207	98,549,844	11.112733	373,000	0.042060
H Shares	193,385,864,390	96.915734	6,070,692,429	3.042340	83,658,781	0.041926
Total Ordinary Shares:	194,173,760,719	96.880025	6,169,242,273	3.078049	84,031,781	0.041926

**7. Election of Mr. Leung Kam Chung, Antony 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	879,167,473	99.137175	7,279,600	0.820866	372,100	0.041959
H Shares	198,972,948,213	99.715713	483,608,606	0.242361	83,658,781	0.041926
Total Ordinary Shares:	199,852,115,686	99.713153	490,888,206	0.244921	84,030,881	0.041926

## 8. Appointment of External Auditors for 2021

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	885,203,273	99.817787	1,243,300	0.140198	372,600	0.042015
H Shares	199,346,074,616	99.902706	111,064,203	0.055660	83,076,781	0.041634
Total Ordinary Shares:	200,231,277,889	99.902330	112,307,503	0.056034	83,449,381	0.041636

The abovementioned resolution 1 to 8 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. There were no resolutions at the Meeting that require shareholders to abstain from voting.

### CHANGE OF DIRECTORS AND SUPERVISOR

Mr. Kenneth Patrick Chung will serve consecutively as independent non-executive director of the Bank, chairman of Audit Committee and member of each of Strategy Development Committee, Risk Management Committee and Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board as resolved on the date of the Meeting, whose term of office will be three years and will end on the date of the 2023 annual general meeting of the Bank.

Mr. Leung Kam Chung, Antony will serve as independent non-executive director of the Bank upon the approval by the China Banking and Insurance Regulatory Commission (the “CBIRC”) of his appointment qualifications of director. His term of office will be three years taking effect upon the approval of his appointment qualifications by the CBIRC, and terminating on the date of the shareholders’ annual general meeting for the year when such term of office expires.

Upon the consideration and approval by the 2020 First Extraordinary General Meeting of the Bank and the approval of the CBIRC, Mr. William Coen will serve as independent non-executive director of the Bank upon the end of the Meeting, whose term of office will be three years and will end on the date of the 2023 annual general meeting of the Bank. Meanwhile, as considered and approved by the Board of the Bank on 26 March 2021, Mr William Coen will serve as member of each of the Audit Committee, Risk Management Committee and Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board of the Bank upon the end of the Meeting.

For the biographical details of the aforesaid directors, please refer to the circulars for the Meeting dated 28 April 2021 and the 2020 First Extraordinary General Meeting dated 25 September 2020, published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

From the date of the resolutions of the Meeting, Mr. Wu Jianhang ceased to serve as shareholder representative supervisor of the Bank due to expiry of the term. The Bank would like to express its sincere gratitude to Mr. Wu Jianhang for his contributions to the Bank during his term of office.

## **PAYMENT OF 2020 CASH DIVIDENDS**

The 2020 H share cash dividends of the Bank shall be Renminbi 0.326 Yuan per share (including tax) and will be paid on 5 August 2021 to shareholders of H shares whose names appear on the Bank's register of members after the closing of the stock market on 14 July 2021. Pursuant to the Articles of Association, the dividends deriving from the shares held by the domestic shareholders of the Bank shall be paid in Renminbi whereas the dividends deriving from the shares held by foreign shareholders shall be paid in Hong Kong Dollars. The exchange rate between Renminbi and Hong Kong Dollars shall be the medium exchange rate between Renminbi and Hong Kong Dollars as announced by the People's Bank of China on the date of the Meeting, which is 1 Hong Kong Dollar equals to Renminbi 0.83411 Yuan, and the 2020 cash dividends calculated based upon such exchange rate shall be Hong Kong Dollar 0.39083574 per share (including tax).

In order to determine the shareholders of the H shares who are entitled to receive the 2020 cash dividends, the register of members of H shares of the Bank will be closed from 9 July 2021 to 14 July 2021, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H shares who wish to receive the 2020 cash dividends 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 4:30 p.m. on 8 July 2021. The address of the share registrar, Computershare Hong Kong Investor Services Limited, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. The last trading day of the Bank's H shares before the ex-dividend date will be 6 July 2021, and the dividends will be excluded from 7 July 2021.

According to the relevant laws and regulations of the PRC, the Bank is required to withhold corporate income tax at the rate of 10% before distributing the cash dividends to non-resident enterprise shareholders. Any shares being held by non-resident enterprise shareholders will be subject to the withholding of the corporate income tax.

According to the relevant laws and regulations of the PRC, the Bank shall withhold and pay the individual income tax in respect of the dividends received by the H share individual shareholders from the Bank. The individual shareholders of the Bank may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries in which the individual shareholders are domiciled and the tax arrangements between Mainland China and Hong Kong/Macau. According to the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 Document (《關於國稅發[1993]045 號文件廢止後有關個人所得稅徵管問題的通知》) issued by the State Administration of Tax, the dividends to be distributed by the Bank to the H share individual shareholders is subject to the individual income tax with a tax rate of 10% in general. However, the tax rates may vary depending on the relevant tax laws, regulations and tax treaties.

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A shares of the Bank listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Bank through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such A shares. The Bank will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the holders of A shares of the Bank. The 2020 A share cash dividends of the Bank will be distributed in accordance to the following timetable: the record date will be 14 July 2021, the ex-dividend date and the cash dividends distribution date will be 15 July 2021. For details of the A share cash dividends, please refer to the announcement of the Bank to be published on the Shanghai Stock Exchange.

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H shares of the Bank listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the Bank has entered into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading (《**港股通H股股票現金紅利派發協議**》) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H shares for Southbound Trading, will receive all cash dividends distributed by the Bank and distribute the cash dividends to the relevant investors of H shares of Southbound Trading through its depository and clearing system. The cash dividends for the investors of H shares of Southbound Trading will be paid in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《**關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知** (財稅[2014]81號)》) and the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127) (《**關於深港股票市場交易互聯互通機制試點有關稅收政策的通知** (財稅[2016]127號)》), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves. The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the holders of H shares of the Bank.

## 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.

By order of the Board  
**China Construction Bank Corporation**  
**Wang Jiang**  
*Vice Chairman, Executive Director and President*

25 June 2021

*As at the date of this announcement, the executive directors of the Bank are Mr. Tian Guoli and Mr. Wang Jiang; the non-executive directors of the Bank are Mr. Xu Jiandong, Mr. Zhang Qi, Mr. Tian Bo, Mr. Xia Yang, Ms. Shao Min and Ms. Liu Fang; 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.*