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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 Directors
(21 July 2020)**

The meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) was held onsite on 21 July 2020 in Beijing. The Meeting was chaired by Mr. Tian Guoli, chairman of the Board. 14 directors were eligible to attend the Meeting and 13 of them attended the Meeting in person. Mr. Zhang Gengsheng appointed Mr. Tian Guoli as his proxy to attend the Meeting and vote on his behalf. 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* (the “**Articles of Association**”) and other relevant rules.

The following resolutions were considered and approved at the Meeting:

I. Proposal regarding the Appointment of Mr. Lyu Jiajin as Executive Vice President of the Bank

Voting results: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors in respect of this resolution: Agreed.

It was resolved at the Meeting that Mr. Lyu Jiajin be appointed as executive vice president of the Bank. Mr. Lyu Jiajin satisfies the qualifications and requirements of senior management as required by relevant laws, regulations and the Articles of Association. According to relevant regulations, the appointment of Mr. Lyu Jiajin as executive vice president of the Bank shall take effect after the consideration and approval by the Board. After Mr. Lyu Jiajin's appointment has been considered and approved by the Board, it shall be filed with the China Banking and Insurance Regulatory Commission (“**CBIRC**”).

Mr. Lyu Jiajin, born in September 1968, is of Chinese nationality. Mr. Lyu served as executive vice president of Bank of Communications from January 2019 to July 2020. From May 2016 to January 2019, Mr. Lyu served as deputy general manager of China Post Group Corporation and executive director and president of Postal Savings Bank of China Co., Ltd. From December 2012 to May 2016, Mr. Lyu served as executive director and president of Postal Savings Bank of China Co., Ltd. From March 2007 to December 2012, Mr. Lyu served as executive director and executive vice president of Postal Savings Bank of China Limited (which was renamed Postal Savings Bank of China Co., Ltd. on 21 January 2012). From July 2005 to March 2007, Mr. Lyu served as deputy head of China Postal Savings and Remittance Bureau. Mr. Lyu served as deputy head of Post Bureau of Liaoning Province from February 2004 to July 2005, as deputy head of Post Bureau of Henan Province from March 2001 to February 2004, as head of Post Bureau of Xinxiang City in Henan Province from October 1999 to March 2001 and successively served as deputy head and head of Postal Savings and Remittance Bureau of Henan Province from May 1998 to October 1999. Mr. Lyu worked in the Board of Currency of Postal Savings and Remittance Bureau of Henan Province and Administrative Bureau of Post and Telecommunications of Henan Province from July 1988 to May 1998. Mr. Lyu is a senior economist. He obtained his Ph.D. degree in economics from Southwestern University of Finance and Economics in June 2014.

Save as disclosed in the biographical details, Mr. Lyu Jiajin has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. Lyu Jiajin 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. Lyu Jiajin 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. Lyu Jiajin 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.

II. Proposal regarding the Nomination of Mr. Lyu Jiajin as Executive Director of the Bank

Voting results: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors in respect of this resolution: Agreed.

It was resolved at the Meeting that Mr. Lyu Jiajin be nominated as executive director of the Bank, whose term of office will be three years, taking effect upon the approval by the CBIRC and terminating on the date of the shareholders' annual general meeting for the year when such term of office expires. Mr. Lyu Jiajin satisfies the qualifications and requirements of director required by relevant laws, regulations and the Articles of Association.

The emoluments of Mr. Lyu Jiajin shall be implemented pursuant to the relevant regulations. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution plan, which shall be presented to the Board for consideration and be submitted to the shareholders' general meeting for approval.

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

III. Proposal regarding the Appointment of Mr. Wang Hao as Executive Vice President of the Bank

Voting results: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors in respect of this resolution: Agreed.

It was resolved at the Meeting that Mr. Wang Hao be appointed as executive vice president of the Bank. Mr. Wang Hao satisfies the qualifications and requirements of senior management as required by relevant laws, regulations and the Articles of Association. Mr. Wang Hao will take office upon the approval of his qualifications by the CBIRC.

Mr. Wang Hao, born in June 1971, is of Chinese nationality. Mr. Wang Hao was general manager of Hubei Branch of the Bank and dean of Central China Campus of CCB University from December 2018 to July 2020 and general manager of Hubei Branch of the Bank from June to December 2018. He was general manager of Guizhou Branch of the Bank from August 2016 to June 2018, deputy general manager of Qinghai Branch of the Bank from August 2014 to June 2016, deputy general manager of Sichuan Branch of the Bank from October 2008 to August 2014, assistant general manager of Sichuan Branch of the Bank from October 2005 to October 2008, general manager of Mianyang Branch in Sichuan Province of the Bank from July 2004 to October 2005, general manager of Personal Banking Department and Credit Card Center of Sichuan Branch of the Bank from April 2004 to July 2004, general manager of Personal Banking Department of Sichuan Branch of the Bank from December 2001 to April 2004, deputy division-chief in charge of work of Personal Banking Department of Sichuan Branch of the Bank from November 2000 to December 2001 and successively served as assistant general manager and deputy general manager of the Sub-branch under direct administration of Sichuan Branch of the Bank from December 1996 to November 2000. He started working in the Sub-branch under direct administration of Sichuan Branch of the Bank in July 1993. Mr. Wang is an economist. He graduated and obtained his Bachelor's Degree in Marketing from Southwestern University of Finance and Economics in July 1993.

Save as disclosed in the biographical details, Mr. Wang Hao has no other relationship with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder. Except for 12,108 H shares of the Bank indirectly held by Mr. Wang Hao 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. Wang Hao 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. Wang Hao 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.

IV. Proposal regarding the Nomination of Mr. William (Bill) Coen as Independent Non-executive Director of the Bank

Voting results: voted in favour: 14 votes, voted against: 0 vote, abstained from voting: 0 vote.

Opinion of the independent non-executive directors in respect of this resolution: Agreed.

It was resolved at the Meeting that Mr. William (Bill) Coen be nominated as independent non-executive director of the Bank, whose term of office will be three years, taking effect upon the end of the 2020 annual general meeting and terminating on the date of the shareholders' annual general meeting for the year when such term of office expires. The qualifications of Mr. William (Bill) Coen shall be reported to the CBIRC for approval. Mr. William (Bill) Coen satisfies the qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association.

Mr. William (Bill) Coen, born in 1962, is of American nationality. Mr. Coen has been Chairman of the IFRS Advisory Council from February 2020, Member of the Board of Directors of the Toronto Leadership Centre since November 2019 and Technical Advisor of the International Monetary Fund since July 2019. Mr. Coen was affiliated with the Basel Committee on Banking Supervision (“BCBS”) from 1999 to 2019. During this period of time, he was a member of the BCBS’s Secretariat from 1999 to 2002 and was the Content Manager for the BIS Financial Stability Institute’s web-based resource and learning tool from 2003 to 2006. He served as Deputy Secretary General of BCBS from 2007 to 2014 and was Secretary General of BCBS from 2014 to June 2019, responsible for defining and implementing the BCBS’s strategy and for overseeing progress of the BCBS’s work, including the activities of its 30 working groups. Concurrently, he also chaired the BCBS’s Policy Development Group, Task Force on Corporate Governance and the Coherence and Calibration Task Force. Prior to joining the BCBS Secretariat in 1999, he consecutively worked with the US Office of Comptroller of the Currency and held a number of roles related to banking policy, supervision and licensing at the US Board of Governors of the Federal Reserve System. Mr. Coen began his career in 1985 as a credit officer of a New York City-based bank, serving as an Assistant Vice President responsible for consumer credit and retail mortgage lending. Mr. Coen is currently a member of the Bretton Woods Committee and was a member of the Financial Stability Board and several of its standing committees. He obtained his Bachelor of Science Degree from Manhattan College in 1984 and his Master of Business Administration Degree from Fordham University in 1991.

Saved as disclosed in the biographical details, Mr. William (Bill) Coen has no other relationship with the Bank’s directors, supervisors, senior management, substantial shareholders or controlling shareholder. Mr. William (Bill) Coen 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. William (Bill) Coen 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. William (Bill) Coen 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.

The emoluments of Mr. William (Bill) Coen shall be determined pursuant to *Measures on Administration of Allowance for Independent Directors and External Supervisors of China Construction Bank Corporation*. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution plan, which shall be presented to the Board for consideration and be submitted to the shareholders' general meeting for approval.

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

21 July 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.