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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 2023 ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**”) announces that the 2023 Annual General Meeting (the “**Meeting**”) was held on 27 June 2024 at No. 25, Financial Street, Xicheng District, Beijing and Hong Kong Ocean Park Marriott Hotel, 180 Wong Chuk Hang Road, Aberdeen, Hong Kong.

The Meeting was convened by the Board of the Bank and was chaired and presided over by Mr. Zhang Jinliang, 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 5 June 2024.

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 5 June 2024, none of the shareholders has stated the intention to vote against the relevant resolutions or to abstain from voting.

A total of 383 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 196,926,564,861 shares, representing 78.767167% of the total voting shares of the Bank.

Total number of shareholders and authorized proxies present at the Meeting	383
Including: number of A-Share Holders	184
number of H-Share Holders	199
Total number of shares with voting rights (shares)	196,926,564,861
Including: total number of shares held by A-Share Holders	3,768,180,725
total number of shares held by H-Share Holders	193,158,384,136
Percentage of total shares of the Bank with voting rights (%)	78.767167
Including: percentage of total shares held by A-Share Holders (%)	1.507206
percentage of total shares held by H-Share Holders (%)	77.259961

Voting at the Meeting was conducted by poll. Mr. Fang Jingxing and Mr. Zhang Feitong, being shareholders' representatives and Mr. Lin Hong, 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. 2023 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	3,757,732,713	99.722731	10,227,012	0.271404	221,000	0.005865
H Shares	192,271,916,351	99.541067	599,306,254	0.310267	287,161,531	0.148666
Total Ordinary Shares:	196,029,649,064	99.544543	609,533,266	0.309523	287,382,531	0.145934

2. 2023 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	3,767,166,725	99.973090	463,000	0.012288	551,000	0.014622
H Shares	192,851,231,918	99.840984	19,990,687	0.010350	287,161,531	0.148666
Total Ordinary Shares:	196,618,398,643	99.843512	20,453,687	0.010387	287,712,531	0.146101

3. 2023 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	3,767,496,825	99.981851	462,900	0.012284	221,000	0.005865
H Shares	192,851,213,244	99.840975	19,996,857	0.010352	287,174,035	0.148673
Total Ordinary Shares:	196,618,710,069	99.843670	20,459,757	0.010390	287,395,035	0.145940

4. Profit Distribution Plan for 2023

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	3,767,668,425	99.986405	456,400	0.012112	55,900	0.001483
H Shares	193,118,489,153	99.979346	518,108	0.000268	39,376,875	0.020386
Total Ordinary Shares:	196,886,157,578	99.979481	974,508	0.000495	39,432,775	0.020024

5. Interim Profit Distribution Arrangements for 2024

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	3,767,668,425	99.986405	456,400	0.012112	55,900	0.001483
H Shares	193,118,502,153	99.979353	505,108	0.000261	39,376,875	0.020386
Total Ordinary Shares:	196,886,170,578	99.979488	961,508	0.000488	39,432,775	0.020024

6. 2024 Fixed Assets 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	3,767,634,825	99.985513	467,400	0.012404	78,500	0.002083
H Shares	193,118,506,657	99.979355	512,038	0.000265	39,365,441	0.020380
Total Ordinary Shares:	196,886,141,482	99.979473	979,438	0.000497	39,443,941	0.020030

7. Engagement of External Auditors for 2024

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	3,764,100,225	99.891712	3,651,000	0.096890	429,500	0.011398
H Shares	193,079,071,610	99.958939	39,779,585	0.020594	39,532,941	0.020467
Total Ordinary Shares:	196,843,171,835	99.957653	43,430,585	0.022054	39,962,441	0.020293

8. Election of Mr. Zhang Yi 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	3,760,505,132	99.796305	6,615,993	0.175575	1,059,600	0.028120
H Shares	191,674,479,029	99.231768	1,444,530,736	0.747847	39,374,371	0.020385
Total Ordinary Shares:	195,434,984,161	99.242570	1,451,146,729	0.736897	40,433,971	0.020533

9. Election of Mr. Lin Zhijun 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	3,764,104,533	99.891826	3,016,592	0.080054	1,059,600	0.028120
H Shares	192,411,341,977	99.613249	707,667,788	0.366366	39,374,371	0.020385
Total Ordinary Shares:	196,175,446,510	99.618579	710,684,380	0.360888	40,433,971	0.020533

10. Election of Mr. William Coen 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	3,747,099,316	99.440541	20,017,609	0.531228	1,063,800	0.028231
H Shares	190,709,399,495	98.732137	2,409,620,270	1.247484	39,364,371	0.020379
Total Ordinary Shares:	194,456,498,811	98.745692	2,429,637,879	1.233778	40,428,171	0.020530

11. Election of Mr. Leung Kam Chung, Antony 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	3,731,169,832	99.017805	35,931,093	0.953539	1,079,800	0.028656
H Shares	189,936,795,375	98.332152	3,169,267,736	1.640761	52,321,025	0.027087
Total Ordinary Shares:	193,667,965,207	98.345272	3,205,198,829	1.627611	53,400,825	0.027117

12. Independent Directors Working System of China Construction Bank Corporation

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	3,766,441,425	99.953842	1,289,600	0.034224	449,700	0.011934
H Shares	192,924,231,851	99.878777	194,682,905	0.100789	39,469,380	0.020434
Total Ordinary Shares:	196,690,673,276	99.880213	195,972,505	0.099516	39,919,080	0.020271

The abovementioned resolutions 1-12 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.

APPOINTMENTS OF DIRECTORS

Mr. Zhang Yi will serve as executive director of the Bank, and member of each of the Strategy Development Committee and the Risk Management Committee of the Board as resolved on the date of the Meeting, whose term of office will be three years, terminating on the date of the shareholders' annual general meeting for the year when such term of office expires.

Mr. Lin Zhijun will serve as independent non-executive director of the Bank, and member of each of the Audit Committee, the Risk Management Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board upon the approval by the National Financial Regulatory Administration of his appointment qualifications of director, whose term of office will be three years, taking effect upon the approval by the National Financial Regulatory Administration of his appointment qualifications and terminating on the date of the shareholders' annual general meeting for the year when such term of office expires.

Ms. William Coen will serve consecutively as independent non-executive director of the Bank, and member of each of the Audit Committee, the Risk Management Committee and the 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, terminating on the date of the 2026 annual general meeting of the Bank.

Mr. Leung Kam Chung, Antony will serve consecutively as independent non-executive director of the Bank, and member of each of the Strategy Development Committee, the Risk Management Committee and the Nomination and Remuneration Committee of the Board as resolved on the date of the Meeting, whose term of office will be three years, terminating on the date of the 2026 annual general meeting of the Bank.

For the biographical details of the aforesaid directors, please refer to the circular for the Meeting dated 5 June 2024 published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

RETIREMENT OF DIRECTOR

From the conclusion of the Meeting, Mr. Kenneth Patrick Chung ceased to serve as independent non-executive director of the Bank due to expiry of term. The Bank would like to express its sincere gratitude to Mr. Kenneth Patrick Chung for his contributions to the Bank during his term of office.

PAYMENT OF 2023 CASH DIVIDENDS

The 2023 H share cash dividends of the Bank shall be Renminbi 0.400 Yuan per share (including tax) and will be paid on 2 August 2024 to shareholders of H shares whose names appear on the Bank's register of members after the closing of the stock market on 11 July 2024. 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 average of central parity rates of Hong Kong Dollars against Renminbi for the five working days before the date of the Meeting (including the date of the Meeting) as announced by the China Foreign Exchange Trade System under the authorization of the People's Bank of China, which is 1 Hong Kong Dollar equals to Renminbi 0.912424 Yuan, and the 2023 cash dividends calculated based upon such exchange rate shall be Hong Kong Dollar 0.43839268 per share (including tax).

In order to determine the shareholders of the H shares who are entitled to receive the 2023 cash dividends, the register of members of H shares of the Bank will be closed from 6 July 2024 to 11 July 2024, both days inclusive, during which period no transfer of H shares will be effected. Unregistered holders of H shares who wish to receive the 2023 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 16:30 on 5 July 2024. 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 3 July 2024, and the dividends will be excluded from 4 July 2024.

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 Taxation Administration, the dividends to be distributed by the Bank to the H share individual shareholders are 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 Renminbi 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 2023 A share cash dividends of the Bank will be distributed in accordance with the following timetable: the record date will be 11 July 2024, the ex-dividend date and the cash dividends distribution date will be 12 July 2024. 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 Renminbi. Pursuant to the *Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [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 (Cai Shui [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 by 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.

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

27 June 2024

As at the date of this announcement, the executive directors of the Bank are Mr. Zhang Jinliang, Mr. Zhang Yi and Mr. Ji Zhihong; the non-executive directors of the Bank are Ms. Shao Min, Mr. Tian Bo, Mr. Xia Yang, Ms. Liu Fang and Ms. Li Lu; and the independent non-executive directors of the Bank are Mr. Graeme Wheeler, Mr. Michel Madelain, Mr. William Coen, Mr. Leung Kam Chung, Antony and Lord Sassoon.