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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)

**Announcement on
the Resolutions of the Meeting of the Board of Directors
(30 August 2022)**

The meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**” or “**CCB**”) was held onsite on 30 August 2022 in Beijing. The Bank issued the written notice of the Meeting on 15 August 2022. 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. Sir Malcolm Christopher McCarthy, director of the Bank, appointed Mr. Leung Kam Chung, Antony, director of the Bank, as his proxy to attend 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*, the *Articles of Association of China Construction Bank Corporation* (the “**Articles of Association**”) and other rules.

The following resolutions were considered and approved at the Meeting:

I. Proposal on 2022 Half-Year Report, the Summary of 2022 Half-Year Report and 2022 Half-Year Results Announcement

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

II. Proposal on the Master Plan for Building a Digital CCB (2022-2025)

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

III. Proposal on Adding Quota for Charitable Donations in 2022

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

CCB proposes that a RMB28 million quota be added to the existing RMB100 million quota for charitable donations in 2022 to consolidate the achievements in poverty alleviation, support rural revitalization, etc. and that the shareholders' general meeting authorize the Board to review and approve donations within the quota. CCB also proposes that after obtaining the authorization from the shareholders' general meeting, the Board authorize the senior management to review and approve single donations of less than RMB8 million within the quota.

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

IV. Proposal on Non-performing Loan Write off

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

V. Proposal on the Report of CCB on Comprehensive Risk Management for the First Half of 2022

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

VI. Proposal on the Report on the Updating of Recovery and Resolution Plans of CCB (Version 2022)

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

VII. Proposal on Management Measures for Recovery and Resolution Plans of CCB (Version 2022)

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

VIII. Proposal on Relevant Matters on CCB's Focus on Main Business and Reduction of the Equity Levels

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

IX. Proposal on Remuneration Distribution and Settlement Plan for Directors and Supervisors of CCB for the Year 2021

Voting results: The Board unanimously agreed that this proposal be submitted to the shareholders' general meeting for consideration.

The independent non-executive directors were of the view that the *Remuneration Distribution and Settlement Plan for Directors and Supervisors of China Construction Bank Corporation for the Year 2021* was in compliance with the requirements of laws, regulations and the Articles of Association. The independent non-executive directors unanimously agreed that the proposal on the *Remuneration Distribution and Settlement Plan for Directors and Supervisors of China Construction Bank Corporation for the Year 2021* be submitted to the shareholders' general meeting for consideration.

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

Please refer to Appendix I to this announcement for the *Remuneration Distribution and Settlement Plan for Directors and Supervisors of China Construction Bank Corporation for the Year 2021*.

X. Proposal on Remuneration Distribution and Settlement Plan for Senior Management Members of CCB for the Year 2021

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

The independent non-executive directors were of the view that the *Remuneration Distribution and Settlement Plan for Senior Management Members of China Construction Bank Corporation for the Year 2021* was in compliance with the requirements of laws, regulations and the Articles of Association. The independent non-executive directors agreed on the *Remuneration Distribution and Settlement Plan for Senior Management Members of China Construction Bank Corporation for the Year 2021*.

Please refer to Appendix II to this announcement for the *Remuneration Distribution and Settlement Plan for Senior Management Members of China Construction Bank Corporation for the Year 2021*.

XI. Proposal on Appointment of Mr. Cui Yong as Executive Vice President of CCB

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

The independent non-executive directors were of the view that Mr. Cui Yong satisfies the appointment qualifications and requirements of senior management as required by relevant laws, regulations and the Articles of Association. The independent non-executive directors agreed that Mr. Cui Yong be appointed as executive vice president of the Bank.

It was resolved at the Meeting that Mr. Cui Yong be appointed as executive vice president of the Bank. Mr. Cui Yong satisfies the qualifications and requirements of senior management as required by relevant laws, regulations and the Articles of Association. After the Board reviews and approves the appointment of Mr. Cui Yong as executive vice president of the Bank, it shall be filed with China Banking and Insurance Regulatory Commission.

Mr. Cui Yong, born in December 1969, is of Chinese nationality. Mr. Cui was executive vice president of Agricultural Bank of China from May 2019 to August 2022. Mr. Cui served in various positions in Industrial and Commercial Bank of China, including deputy general manager of the first corporate business department of the head office, deputy general manager of Qingdao Branch, general manager of Xiamen Branch, deputy general manager of Beijing Branch and general manager of the corporate banking department of the head office. Mr. Cui consecutively worked with the Ministry of Transport and the National Development and Reform Commission. He previously held concurrent posts as secretary general of the Syndications Committee of the China Banking Association, an expert of the National Association of Financial Market Institutional Investors, executive vice president of the Payment & Clearing Association of China, director of China UnionPay and supervisor of UnionPay International. Mr. Cui is a senior economist and received a bachelor's degree in engineering from Xi'an Highway Institute.

Announcement of the captioned matter is hereby given.

By order of the Board of Directors
China Construction Bank Corporation
Zhang Jinliang
Vice Chairman, Executive Director and President

30 August 2022

As at the date of this announcement, the executive directors of the Bank are Mr. Tian Guoli and Mr. Zhang Jinliang; 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 Sir Malcolm Christopher McCarthy, Mr. Kenneth Patrick Chung, Mr. Graeme Wheeler, Mr. Michel Madelain, Mr. William Coen and Mr. Leung Kam Chung, Antony.

Appendix I:

**Remuneration Distribution and Settlement Plan for Directors
and Supervisors of China Construction Bank Corporation for the Year 2021**

Unit: RMB10,000

Name	Title	Total remuneration for 2021 from the Bank (before tax)			Whether obtained remuneration from shareholders or other related parties of the Bank
		Annual remuneration payable (Allowance)	Employer's contribution to social insurances, enterprise annuity, supplemental medical insurance and housing allowances	Other monetary income	
Directors (in office as at the end of 2021)					
Tian Guoli	Chairman, Executive Director	90.01	20.62	–	No
Wang Jiang	Vice Chairman, Executive Director	82.51	19.09	–	No
Xu Jiandong	Non-executive Director	–	–	–	Yes
Zhang Qi	Non-executive Director	–	–	–	Yes
Tian Bo	Non-executive Director	–	–	–	Yes
Xia Yang	Non-executive Director	–	–	–	Yes
Shao Min	Non-executive Director	–	–	–	Yes
Liu Fang	Non-executive Director	–	–	–	Yes
Malcolm Christopher McCarthy	Independent Non-executive Director	41.00	–	–	No
Kenneth Patrick Chung	Independent Non-executive Director	44.00	–	–	No
Graeme Wheeler	Independent Non-executive Director	44.00	–	–	No
Michel Madelain	Independent Non-executive Director	41.00	–	–	No
William Coen	Independent Non-executive Director	19.50	–	–	No
Leung Kam Chung, Antony	Independent Non-executive Director	10.08	–	–	No

Name	Title	Total remuneration for 2021 from the Bank (before tax)			Whether obtained remuneration from shareholders or other related parties of the Bank
		Annual remuneration payable (Allowance)	Employer's contribution to social insurances, enterprise annuity, supplemental medical insurance and housing allowances	Other monetary income	
Directors Resigned in 2021					
Lyu Jiajin	Executive Director	33.75	7.45	–	No
Feng Bing	Non-executive Director	–	–	–	Yes
Anita Fung Yuen Mei	Independent Non-executive Director	19.50	–	–	No
Carl Walter	Independent Non-executive Director	22.00	–	–	No
Supervisors (in office as at the end of 2021)					
Wang Yongqing	Chairman of the Board of Supervisors	90.01	20.62	–	No
Yang Fenglai	Shareholder Representative Supervisor	213.25	25.25	–	No
Lin Hong	Shareholder Representative Supervisor	–	–	–	No
Wang Yi	Employee Representative Supervisor	5.00	–	–	No
Liu Jun	Employee Representative Supervisor	–	–	–	No
Deng Aibing	Employee Representative Supervisor	–	–	–	No
Zhao Xijun	External Supervisor	29.00	–	–	No
Liu Huan	External Supervisor	27.00	–	–	No
Ben Shenglin	External Supervisor	25.00	–	–	No

Name	Title	Total remuneration for 2021 from the Bank (before tax)			Whether obtained remuneration from shareholders or other related parties of the Bank
		Annual remuneration payable (Allowance)	Employer's contribution to social insurances, enterprise annuity, supplemental medical insurance and housing allowances	Other monetary income	
Supervisor Resigned in 2021					
Wu Jianhang	Shareholder Representative Supervisor	106.65	13.16	–	No
Lu Kegui	Employee Representative Supervisor	5.00	–	–	No
Cheng Yuanguo	Employee Representative Supervisor	1.25	–	–	No

Notes:

- From 2015 onwards, remunerations of the Bank's leaders administered by central authorities have been paid in accordance with relevant policies of the States relating to the remuneration reform for central enterprises.
- In accordance with relevant laws and regulations, independent non-executive directors, employee representative supervisors and external supervisors receive allowances from the Bank.
- The remuneration before tax in the above table refers to the total amount of remuneration of the directors and supervisors of the Bank for the year 2021, including the "remuneration paid" as disclosed in the Bank's 2021 annual report. This plan is additional information to the remuneration of the directors and supervisors as disclosed in the Bank's 2021 annual report.
- In 2021, there were no performance-based remuneration resource deductions for directors or supervisors.
- Mr. Xu Jiandong, Mr. Zhang Qi, Mr. Tian Bo, Mr. Xia Yang, Ms. Shao Min and Ms Liu Fang are dispatched by Central Huijin Investment Ltd., ("**Huijin**") and they receive their remuneration from Huijin. In addition, some of the Bank's independent non-executive directors and external supervisors hold positions as directors or senior management in other legal entities or organisations, such legal entities or organisations thus become related parties of the Bank. Save as disclosed above, none of the Bank's directors and supervisors obtained remuneration from related parties of the Bank during the reporting period.
- Changes in directors and supervisors:
 - Upon election at the 2020 annual general meeting of the Bank and approval of the China Banking and Insurance Regulatory Commission ("**CBIRC**"), Mr. Leung Kam Chung, Antony commenced his position as independent non-executive director of the Bank from October 2021;
 - Upon election at the 2020 annual general meeting of the Bank, Mr. Kenneth Patrick Chung continued to serve as independent non-executive director of the Bank from June 2021;
 - Upon election at the 2020 first extraordinary general meeting of the Bank and approval of the CBIRC, Mr. William Coen commenced his position as independent non-executive director of the Bank from June 2021;
 - Upon election at the 2021 first extraordinary general meeting of the Bank and approval of the Board, Mr. Wang Jiang commenced his position as vice chairman and executive director of the Bank from March 2021;

- (5) Upon election at the 2020 first extraordinary general meeting of the Bank and approval of the CBIRC, Ms. Shao Min and Ms. Liu Fang commenced their positions as non-executive directors of the Bank from January 2021;
- (6) Due to change of job, Mr. Wang Jiang ceased to serve as vice chairman and executive director of the Bank from March 2022;
- (7) Due to expiration of their terms of office, Ms. Anita Fung Yuen Mei and Mr. Carl Walter ceased to serve as independent non-executive directors of the Bank from June 2021;
- (8) Due to change of job, Mr. Lyu Jiajin ceased to serve as executive director of the Bank from May 2021;
- (9) Due to change of work, Ms. Feng Bing ceased to serve as non-executive director of the Bank from January 2021;
- (10) Upon election at the 2021 second extraordinary general meeting of the Bank, Mr. Lin Hong commenced his position as shareholder representative supervisor of the Bank from December 2021;
- (11) Upon election at the second session of the fifth employee representatives' meeting of the Bank, Mr. Wang Yi continued to serve as employee representative supervisor of the Bank from December 2021;
- (12) Upon election at the second session of the fifth employee representatives' meeting of the Bank, Mr. Liu Jun and Mr. Deng Aibing commenced their positions as employee representative supervisors of the Bank from December 2021;
- (13) Due to expiration of his term of office, Mr. Lu Kegui ceased to serve as employee representative supervisor of the Bank from December 2021;
- (14) Due to expiration of his term of office, Mr. Wu Jianhang ceased to serve as shareholder representative supervisor of the Bank from June 2021;
- (15) Due to change of work, Mr. Cheng Yuanguo ceased to serve as employee representative supervisor of the Bank from March 2021.

Appendix II

**Remuneration Distribution and Settlement Plan
for Senior Management Members of China Construction Bank Corporation for the Year 2021**

Unit: RMB10,000

Name	Title	Total remuneration for 2021 from the Bank (before tax)			Whether obtained remuneration from shareholders or other related parties of the Bank
		Annual remuneration payable	Employer's contribution of social insurance, enterprise annuity, supplementary medical insurance and housing provident fund	Other monetary income	
Senior Management Members (in office as at the end of 2021)					
Wang Jiang	President	82.51	19.09	–	No
Ji Zhihong	Executive Vice President	81.01	19.89	–	No
Wang Hao	Executive Vice President	81.01	19.89	–	No
Zhang Min	Executive Vice President	81.01	19.89	–	No
Li Yun	Executive Vice President	27.00	7.30	–	No
Hu Changmiao	Secretary to the Board	255.90	27.22	–	No
Jin Panshi	Chief Information Officer	170.64	17.87	–	No
Cheng Yuanguo	Chief Risk Officer	170.64	17.48	–	No
Senior Management Members Resigned in 2021					
Lyu Jiajin	Executive Vice President	33.75	7.45	–	No
Jin Yanmin	Chief Risk Officer	85.32	8.94	–	No
Zhang Yi	Chief Financial Officer	85.32	9.53	–	No

Notes:

- From 2015 onwards, remunerations of the Bank's leaders administered by central authorities have been paid in accordance with relevant policies of the States relating to the remuneration reform for central enterprises.
- The remuneration before tax in the above table refers to the total amount of remuneration of the senior management members of the Bank for the year 2021, including the "remuneration paid" as disclosed in the Bank's 2021 annual report. This plan is additional information to the remuneration of the senior management as disclosed in the Bank's 2021 annual report.
- In 2021, there were no performance-based remuneration recourse deductions for senior management members.

4. Changes in senior management:

- (1) Upon appointment of the Board of the Bank and approval of the CBIRC, Mr. Li Yun commenced his position as executive vice president of the Bank from November 2021;
- (2) Upon appointment of the Board of the Bank and approval of the CBIRC, Mr. Cheng Yuanguo commenced his position as chief risk officer of the Bank from April 2021;
- (3) Upon appointment of the Board of the Bank and approval of the CBIRC, Mr. Zhang Yi commenced his position as chief financial officer of the Bank from April 2021;
- (4) Upon appointment of the Board of the Bank and filing with the CBIRC, Mr. Jin Panshi commenced his position as chief information officer of the Bank from March 2021;
- (5) Upon appointment of the Board of the Bank and filing with the CBIRC, Mr. Wang Jiang commenced his position as president of the Bank from February 2021;
- (6) Due to change of job, Mr. Wang Jiang ceased to serve as president of the Bank from March 2022;
- (7) Due to change of job, Mr. Zhang Yi ceased to serve as chief financial officer of the Bank from September 2021;
- (8) Due to change of job, Mr. Lyu Jiajin ceased to serve as executive vice president of the Bank from May 2021;
- (9) Due to change of job, Mr. Jin Yanmin ceased to serve as chief risk officer of the Bank from April 2021.