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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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 939)

Announcement on Modification of Registered Capital and Amendments to the Articles of Association

Pursuant to the voting results of the 2009 Annual General Meeting, the First A Shareholders Class Meeting of 2010 and the First H Shareholders Class Meeting of 2010 of China Construction Bank Corporation (the “**Bank**”) and the results of the A share and H share rights issue in 2010, the Bank has applied to the China Banking Regulatory Commission (“**CBRC**”) for modifying its registered capital and amending the articles of association of the Bank (“**Articles of Association**”) and obtained approval thereto from the CBRC. The Bank has recently completed registration procedures with the competent administration for industry and commerce in connection with the modification of its registered capital and amendments to the Articles of Association.

The Bank’s registered capital has been modified as RMB250,010,977,486. The Articles of Association are amended accordingly as follows:

(I) Article 19 shall be amended as:

“Article 19 The number of ordinary shares that can be issued by the Bank is TWO HUNDRED AND FIFTY BILLION TEN MILLION NINE HUNDRED AND SEVENTY SEVEN THOUSAND FOUR HUNDRED AND EIGHTY SIX (250,010,977,486) shares upon the approval/verification from the competent approval authority authorized by the State Council and upon approval from the Bank’s general meeting. Upon its incorporation, the Bank issued ONE HUNDRED AND NINETY FOUR BILLION TWO HUNDRED AND THIRTY MILLION TWO HUNDRED AND FIFTY THOUSAND (194,230,250,000) shares to its promoters, representing SEVENTY SEVEN POINT SIX NINE PERCENT (77.69%) of the Bank’s total number of issuable ordinary shares.”

(II) Article 20 shall be amended as:

“Article 20 Upon its incorporation, the Bank issued FIFTY FIVE BILLION SEVEN HUNDRED AND EIGHTY MILLION SEVEN HUNDRED AND TWENTY SEVEN THOUSAND FOUR HUNDRED AND EIGHTY SIX (55,780,727,486) ordinary shares, among which, FORTY SIX BILLION ONE HUNDRED AND EIGHTY SEVEN MILLION SIXTY NINE THOUSAND EIGHT HUNDRED AND EIGHTY (46,187,069,880) shares are overseas-listed foreign investment shares (including overseas-listed foreign investment shares issued by the exercise of over-allotment option), representing EIGHTEEN POINT FOUR SEVEN PERCENT (18.47%) of the Bank’s total number of issuable ordinary shares, and NINE BILLION FIVE HUNDRED AND NINETY THREE MILLION SIX HUNDRED AND FIFTY SEVEN THOUSAND SIX HUNDRED AND SIX (9,593,657,606) shares are domestically listed shares, representing THREE POINT EIGHT FOUR PERCENT (3.84%) of the Bank’s total number of issuable ordinary shares.

Following the issuance of shares set forth in the previous paragraph, the shareholding structure of the Bank is: TWO HUNDRED AND FIFTY BILLION TEN MILLION NINE HUNDRED AND SEVENTY SEVEN THOUSAND FOUR HUNDRED AND EIGHTY SIX (250,010,977,486) ordinary shares, among which, TWO HUNDRED AND FORTY BILLION FOUR HUNDRED AND SEVENTEEN MILLION THREE HUNDRED AND NINETEEN THOUSAND EIGHT HUNDRED AND EIGHTY (240,417,319,880) shares are overseas-listed shares, representing NINETY SIX POINT ONE SIX PERCENT (96.16%) of the Bank’s total number of issuable ordinary shares; and NINE BILLION FIVE HUNDRED AND NINETY THREE MILLION SIX HUNDRED AND FIFTY SEVEN THOUSAND SIX HUNDRED AND SIX (9,593,657,606) shares are domestically listed shares, representing THREE POINT EIGHT FOUR PERCENT (3.84%) of the Bank’s total number of issuable ordinary shares. ”

(III) Article 23 shall be amended as:

“Article 23 The Bank’s registered capital is Renminbi TWO HUNDRED AND FIFTY BILLION TEN MILLION NINE HUNDRED AND SEVENTY SEVEN THOUSAND FOUR HUNDRED AND EIGHTY SIX (RMB250,010,977,486).”

The full text of the Articles of Association following the amendments is available at the website of the Shanghai Stock Exchange (www.sse.com.cn).

Announcement of the captioned matters is hereby given.

By order of the Board of Directors
China Construction Bank Corporation
Zhang Jianguo

Vice Chairman, Executive Director and President

18 March 2011

As at the date of this announcement, the executive directors of the Bank are Mr. Guo Shuqing, Mr. Zhang Jianguo, Mr. Chen Zuofu and Mr. Zhu Xiaohuang; the independent non-executive directors of the Bank are Lord Peter Levene, Mr. Yam Chi Kwong, Joseph, Dame Jenny Shipley, Ms. Elaine La Roche, Mr. Zhao Xijun and Mr. Wong Kai-Man; and the non-executive directors of the Bank are Mr. Wang Yong, Ms. Wang Shumin, Mr. Zhu Zhenmin, Ms. Li Xiaoling, Ms. Sue Yang, Mr. Lu Xiaoma and Ms. Chen Yuanling.