



# 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)

## Proxy Form for the 2013 Annual General Meeting to be held on 26 June 2014

I/We<sup>(Note 1)</sup> \_\_\_\_\_

of \_\_\_\_\_,

being the registered holder(s) of \_\_\_\_\_ H shares<sup>(Note 2)</sup> of RMB1.00 each in the share capital of China Construction Bank Corporation (the "Bank") HEREBY APPOINT THE CHAIRMAN OF THE MEETING<sup>(Note 3)</sup> or \_\_\_\_\_

of \_\_\_\_\_ as my/our proxy to attend and act for me/us at the 2013 Annual General Meeting (the "Meeting") to be held at InterContinental Hong Kong, 18 Salisbury Rd, Tsim Sha Tsui, Hong Kong, on 26 June 2014 at 10:00 a.m. for the purposes of considering and, if thought fit, passing the resolution(s) of the 2013 Annual General Meeting contained in the notice of the Meeting and at the Meeting to vote for me/us in my/our name(s) in respect of the resolutions as indicated below.<sup>(Note 4)</sup>

	ORDINARY RESOLUTION(S)	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
1.	the 2013 report of Board of Directors			
2.	the 2013 report of Board of Supervisors			
3.	the 2013 final financial accounts			
4.	the 2013 profit distribution plan			
5.	budget of 2014 fixed assets investment			
6.	the appointment of accounting firm for 2014			
7.	the re-election of Mr. Dong Shi as a Non-executive Director of the Bank			
8.	the election of Mr. Guo You as a Shareholder Representative Supervisor of the Bank			
	SPECIAL RESOLUTION	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
9.	the plan on authorisation to the board of directors granted by shareholders' general meeting			

Dated this \_\_\_\_\_ day of 2014

Signature<sup>(Note 5)</sup>: \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Bank registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote instead of him. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN".** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Unless instructed otherwise, he/she may also vote or abstain from voting in his/her discretion on any other business (including supplemental proposals) which may properly come before the meeting.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to sign the same.
- In the case of joint holders of any share, any one of such joint holders may vote at the Meeting. If more than one of such joint holders is present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the Register of Members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- This proxy form together with the power of attorney (if any) or other authority under which it is signed (if any) must be deposited to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the scheduled time for holding the Meeting.
- The proxy need not be a shareholder of the Bank but must attend the Meeting in person to represent you.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.