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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stock broker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in China Construction Bank Corporation, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

SUPPLEMENTAL CIRCULAR OF THE 2012 ANNUAL GENERAL MEETING REGARDING APPOINTMENT OF MR. WANG XINMIN AS AN EXTERNAL SUPERVISOR OF THE BANK AND SUPPLEMENTAL NOTICE OF THE 2012 ANNUAL GENERAL MEETING

This supplemental circular (the “**Supplemental Circular**”) shall be read in conjunction with the circular to shareholders dated 22 April 2013 (the “**First Circular**”).

The notice of the 2012 Annual General Meeting to be held at No.25, Financial Street, Xicheng District, Beijing on 6 June 2013 at 10 a.m. was set out in the First Circular. The supplemental notice of the 2012 Annual General Meeting dated 10 May 2013 is set out in the Supplemental Circular.

The proposal regarding “appointment of Mr. Wang Xinmin as an External Supervisor of the Bank” will be submitted for consideration at the 2012 Annual General Meeting. The supplemental proxy form of the 2012 Annual General Meeting (the “**Supplemental Proxy Form**”) is enclosed in the Supplemental Circular, and also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Shareholders who intend to appoint a proxy to attend the 2012 Annual General Meeting shall complete the enclosed Supplemental Proxy Form in accordance with the instructions printed thereon and return the same not less than 24 hours before the time fixed for holding the 2012 Annual General Meeting to Computershare Hong Kong Investor Services Limited. Completion and return of the Supplemental Proxy Form will not preclude you from attending the 2012 Annual General Meeting and voting in person if you so wish.

Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the First Circular.

10 May 2013

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LETTER FROM THE BOARD



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(A joint stock company incorporated in the People's Republic of China with limited liability)

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Executive Directors:

Wang Hongzhang

Zhang Jianguo

Non-executive Directors:

Wang Yong

Zhu Zhenmin

Li Xiaoling

Chen Yuanling

Dong Shi

Independent non-executive Directors:

Yam Chi Kwong, Joseph

Jenny Shipley

Elaine La Roche

Zhao Xijun

Wong Kai-Man

Registered office:

No. 25, Financial Street

Xicheng District

Beijing 100033

China

Principal place of business

in Hong Kong:

12/F, AIA Central

1 Connaught Road Central

Central

Hong Kong

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR OF THE 2012 ANNUAL GENERAL MEETING
REGARDING APPOINTMENT OF MR. WANG XINMIN AS AN EXTERNAL
SUPERVISOR OF THE BANK AND
SUPPLEMENTAL NOTICE OF THE 2012 ANNUAL GENERAL MEETING**

INTRODUCTION

Reference is made to the notice of the 2012 Annual General Meeting dated 22 April 2013 that the 2012 Annual General Meeting is to be held at No.25, Financial Street, Xicheng District, Beijing on 6 June 2013 at 10 a.m. by the Bank.

Central Huijin Investment Ltd., the shareholder of the Bank, recently proposed to nominate Mr. Wang Xinmin as an External Supervisor candidate of the Bank and submit the proposal to the 2012 Annual General Meeting. After the review of the qualifications and

LETTER FROM THE BOARD

conditions of Mr. Wang Xinmin in accordance with the Articles of the Association of the Bank, the Duty Performance Supervision Committee of the Board of Supervisors of the Bank concluded that, Mr. Wang Xinmin meets the qualifications and conditions set out in the applicable laws and regulations and the Articles of Association of the Bank.

The proposal regarding appointment of Mr. Wang Xinmin as an External Supervisor of the Bank will be submitted to the 2012 Annual General Meeting as an ordinary resolution and be proposal numbered 8.5, in accordance with the applicable laws and regulations and the Articles of Association of the Bank.

Saved as stated above, no changes have been made to matters as set out in the notice of the 2012 Annual General Meeting dated 22 April 2013 and the First Circular.

APPOINTMENT OF MR. WANG XINMIN AS AN EXTERNAL SUPERVISOR OF THE BANK

Pursuant to the relevant provisions of applicable laws and regulations, including the Company Law of the PRC, and the Articles of Association of the Bank, it is hereby submitted that Mr. Wang Xinmin shall be elected as the External Supervisor of the Bank. The suggested term of office shall be three years, and will expire on the date of the 2015 annual general meeting of the Bank.

The Curriculum Vitae of Mr. Wang Xinmin is as follows:

Mr. Wang Xinmin, aged 61, served as deputy secretary of the Disciplinary Committee of the People's Bank of China from February 2008 to April 2013. Mr. Wang was director-general of the Supervision Bureau of the People's Bank of China from January 2008 to February 2013, deputy director-general level inspection commissioner of group two and group five in the Central Inspection Team from July 2003 to January 2008, the director level and deputy director-general level supervision commissioner, respectively, of the eighth supervision office of the Central Commission for Discipline Inspection from August 1995 to June 2003. Mr. Wang served as the director level deputy director of the case management office of the General Office of the Central Commission for Discipline Inspection from August 1990 to August 1995 and deputy director of the fifth supervision office of the Central Commission for Discipline Inspection from July 1983 to August 1990. Mr. Wang graduated from the Department of International Politics at Peking University and obtained bachelor's degree of Laws. He currently serves as the secretary-general of the financial branch of Institute of China Supervision.

The emoluments of Mr. Wang Xinmin shall be determined pursuant to *Measures on Administration of Allowance for Independent Directors and External Supervisors of China Construction Bank Corporation*. The nomination and compensation committee of the board of directors shall, at 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 consideration.

Save as stated in the Curriculum Vitae, Mr. Wang Xinmin is not connected with the Bank's directors, supervisors, senior management, substantial shareholders or controlling shareholder, and he is not holding any equity interest in the Bank as defined in Part XV of the

LETTER FROM THE BOARD

Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), 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*, 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 *Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*. Mr. Wang Xinmin held no directorship in other listed companies in the last three years, nor is he holding any position in any member of the group. There is no other issue that shall be brought to the attention of the shareholders of the Bank.

2012 ANNUAL GENERAL MEETING

The Supplemental Notice in respect of the ordinary resolution to consider and approve the appointment of Mr. Wang Xinmin as an External Supervisor of the Bank is enclosed with this Supplemental Circular. The proxy form issued by the Bank along with the First Circular of the Bank (the “**First Proxy Form**”) will remain valid and effective to the fullest extent applicable if properly completed and lodged with the H share registrar of the Bank.

Please refer to the Notice of the 2012 Annual General Meeting dated 22 April 2013 and the First Circular for details in respect of other resolutions to be passed at the 2012 Annual General Meeting, eligibility for attending the 2012 Annual General Meeting, proxy, registration procedures, closure of register of members and other relevant matters.

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

10 May 2013



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

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SUPPLEMENTAL NOTICE OF THE 2012 ANNUAL GENERAL MEETING

Reference is hereby made to the notice and circular of the 2012 Annual General Meeting published by China Construction Bank Corporation (the “**Bank**”) on 22 April 2013, which set out the time and venue of the 2012 Annual General Meeting and contain the resolutions to be tabled before the 2012 Annual General Meeting for shareholders’ approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the 2012 Annual General Meeting, will be held as originally scheduled at No.25, Financial Street, Xicheng District, Beijing on 6 June 2013 at 10 a.m., will consider and, if thought fit, pass the following resolution as an ordinary resolution, which was submitted to the Bank by Central Huijin Investment Ltd., a shareholder of the Bank, in addition to the resolutions set out in the notice of the 2012 Annual General Meeting published by the Bank on 22 April 2013.

AS ORDINARY RESOLUTION

8.5 Appointment of Mr. Wang Xinmin as an External Supervisor of the Bank

Details of the above resolution are set out in the announcement on nomination of External Supervisor candidate published by the Bank on 10 May 2013 and the supplemental circular of the 2012 Annual General Meeting published on 10 May 2013.

By order of the Board of Directors

China Construction Bank Corporation

Zhang Jianguo

Vice Chairman, Executive Director and President

10 May 2013

As at the date of this notice, the executive directors of the Bank are Mr. Wang Hongzhang and Mr. Zhang Jianguo; the independent non-executive directors of the Bank are 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, Mr. Zhu Zhenmin, Ms. Li Xiaoling, Ms. Chen Yuanling and Mr. Dongshi.

SUPPLEMENTAL NOTICE OF THE 2012 ANNUAL GENERAL MEETING

Notes:

1. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the supplemental circular dated 10 May 2013.
2. Please refer to the Notice of the 2012 Annual General Meeting dated 22 April 2013 and the First Circular for details in respect of other resolutions to be passed at the 2012 Annual General Meeting, eligibility for attending the 2012 Annual General Meeting, proxy, registration procedures, closure of register of members and other relevant matters.
3. The Supplemental Proxy Form, which has been published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk), has been enclosed with this supplemental notice. Shareholders who intend to appoint a proxy to attend the 2012 Annual General Meeting shall complete the Supplemental Proxy Form and return the same not less than 24 hours before the time fixed for holding the 2012 Annual General Meeting to Computershare Hong Kong Investor Services Limited with the address of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
4. This Supplemental Proxy Form is the supplemental proxy form for the purpose of the supplemental resolution set out in the supplemental notice of the 2012 Annual General Meeting dated 10 May 2013 (the "**Supplemental Notice**") and only serves as a supplement to the First Proxy Form. This Supplemental Proxy Form will not affect the validity of any First Proxy Form duly completed by you. First Proxy Form will remain valid and effective to the fullest extent applicable if properly completed and lodged with the H share registrar of the Bank.
5. Please pay attention that completion and delivery of the First Proxy Form and/or the Supplemental Proxy Form will not preclude you from attending and voting at the Meeting if you so wish. In such event, the instrument for appointing a proxy shall be deemed to be revoked.