

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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: 00939)

**Announcement on
the Resolutions of the Meeting of the Board of Directors
(30 October 2025)**

The meeting of the board of directors (the “**Board**”) of China Construction Bank Corporation (the “**Bank**” or “**CCB**”) was held onsite on 30 October 2025 in Beijing. The Bank issued the written notice of the meeting on 15 October 2025. The meeting was chaired by Mr. Zhang Jinliang, chairman of the Board. 13 directors were eligible to attend the meeting and 12 of them attended the meeting in person. Mr. Zhang Yi, vice chairman of the Board, appointed Mr. Ji Zhihong, 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 the CCB Third Quarter Capital Management Pillar III Report 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

For details regarding the *CCB Third Quarter Capital Management Pillar III Report 2025*, please refer to the relevant document published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

II. Proposal on Distribution of Domestic Preference Share Dividends

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

The Bank issued RMB60 billion of domestic preference shares (preference share stock code: 360030, abbreviation of preference share: 建行優1) in the domestic market in December 2017. According to the provisions of relevant laws, regulations, the Articles of Association and terms of the domestic preference shares, the Bank formulated a dividend distribution plan for 建行優1 as follows:

1. Dividend period: from 26 December 2024 to 25 December 2025
2. Last trading date: 24 December 2025
3. Date of record: 25 December 2025
4. Ex-dividend date: 25 December 2025
5. Dividend payment date: 26 December 2025
6. Distribution target: as of the closing of the market of the Shanghai Stock Exchange on 25 December 2025, all holders of 建行優1 whose names appear on the register of members maintained by China Securities Depository and Clearing Corporation Limited, Shanghai Branch.
7. Dividend rate and distribution amount: calculated at the coupon rate of 3.57% for 建行優1, a cash dividend of RMB3.57 (inclusive of tax) per share will be distributed. Based on the issuance volume of 600 million shares for 建行優1, the total cash dividends distributed will amount to RMB2.142 billion (inclusive of tax).
8. Tax withholding: shareholders who are resident enterprises (including institutional investors) that are specified in the *Law of the People's Republic of China on Enterprise Income Tax* shall be responsible for paying their own cash dividend income tax. A cash dividend of RMB3.57 per share will be actually distributed by the Bank to these resident enterprises. The payment of cash dividend income tax for other shareholders will be implemented in accordance with the relevant regulations.

The independent non-executive directors were of the view that the Bank's dividend distribution plan of domestic preference shares was in compliance with the relevant provisions of laws, regulations and the Articles of Association. The independent non-executive directors agreed on this proposal.

III. Proposal on the CCB Europe's Borrowing of a Subordinated Loan from Luxembourg Branch

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

IV. Proposal on Amendments to the *Terms of Reference for the Strategy Development Committee of the Board of Directors of China Construction Bank Corporation*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

V. Proposal on Report on the Important Models and Key Parameters for Expected Credit Loss Approach Implementation in the Third Quarter of 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

VI. Proposal on Amendments to the *Terms of Reference for the Risk Management Committee of the Board of Directors of China Construction Bank Corporation*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

VII. Proposal on the *Management Measures for Fair Value Measurement of Financial Instruments of China Construction Bank (Version 2025)*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

VIII. Proposal on Audit Report on the Deposit and Use of Proceeds Raised from Issuance of A Shares for the First Half of 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

IX. Proposal on Amendments to the *Terms of Reference for the Audit Committee of the Board of Directors of China Construction Bank Corporation*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

For details regarding the *Terms of Reference for the Audit Committee of the Board of Directors of China Construction Bank Corporation (Version 2025)*, please refer to the relevant document published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

X. Proposal on Report on the Provisions for Credit Risk Loss in the First Three Quarters of 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

XI. Proposal on the Third Quarter Report of 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

The financial statements and related financial information in the Third Quarter Report of 2025 have been reviewed and approved by the Audit Committee of the Board of the Bank.

The Third Quarter Report of 2025 was considered and approved at the meeting.

Please refer to the relevant document published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

XII. Proposal on Amendments to the *Terms of Reference for the Nomination and Remuneration Committee of the Board of Directors of China Construction Bank Corporation*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

For details regarding the *Terms of Reference for the Nomination and Remuneration Committee of the Board of Directors of China Construction Bank Corporation (Version 2025)*, please refer to the relevant document published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

XIII. Proposal on Amendments to the *Terms of Reference for the Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board of Directors of China Construction Bank Corporation*

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

XIV. Proposal on Convening the Second Extraordinary Shareholders' Meeting of CCB in 2025

Voting results: voted in favour: 13 votes, voted against: 0 vote, abstained from voting: 0 vote.

It was resolved at the meeting that 2025 second extraordinary shareholders' meeting of the Bank be convened in Beijing on Thursday, 27 November 2025. The notice of such meeting will be announced in due course.

Announcement of the captioned matter is hereby given.

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

30 October 2025

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. Xin Xiaodai, Ms. Liu Fang, Ms. Li Lu, Ms. Li Li and Mr. Dou Hongquan; and the independent non-executive directors of the Bank are Mr. William Coen, Mr. Leung Kam Chung, Antony, Lord Sassoon, Mr. Lin Zhijun and Mr. Zhang Weiguo.