



**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**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

On 23 August 2007, Ms. Jenny Shipley and Mr. Wong Kai-Man were respectively elected as an independent non-executive director of China Construction Bank Corporation (the “Bank”) at the Bank’s 2007 first extraordinary general meeting.

The China Banking Regulatory Commission has approved Ms. Jenny Shipley’s and Mr. Wong Kai-Man’s qualifications for office. The board of directors hereby formally declare that, from 12 November 2007, Ms. Jenny Shipley and Mr. Wong Kai-Man shall act as independent non-executive directors of the Bank. Their terms of office shall end at the date of the 2009 annual general meeting.

The particulars of the two independent non-executive directors are set out below:

Rt Hon Jenny Shipley, aged 55, is currently an independent director and chairman of Mainzeal Property and Construction Limited, a wholly owned subsidiary of the New Zealand listed company, Richina Pacific Limited. She is also an independent director of Richina Pacific Limited and was the former chairman of Shanghai based Richina Leather Limited, which is another subsidiary of Richina Pacific Limited. Ms. Jenny Shipley is also an independent director and chairman of Senior Money International Limited and an independent director of Momentum Consulting Group. She was formerly an independent director of Canadian listed Pacrim International Capital Inc. In addition, she holds positions in consultancies including Jenny Shipley New Zealand Ltd and Confucius Says. She previously held key appointments in the New Zealand government and was Prime Minister of New Zealand from 1997 to 1999. The various ministerial appointments she held during the period between 1990 and 1997 included Minister of State-Owned Enterprises, Minister of State Services, Minister of Women Affairs, Minister of Social Welfare, Minister of Health, Minister Responsible for Radio New Zealand, Minister of Transport and Minister of Accident Compensation. Other than as set out above, Ms. Jenny Shipley has not held any directorship in any other listed companies in the past three years.

The Bank appointed Ms. Jenny Shipley as an independent non-executive director to hold office till the date of the 2009 annual general meeting. Ms. Jenny Shipley's remuneration consists of a director's fee only, which will be determined in accordance with the Regulations on Stipends for Independent Directors and External Supervisors of the Bank. After the end of each year, the nomination and compensation committee shall propose a final emoluments distribution plan, which shall be submitted to the Board for consideration, and subject to the approval of the Shareholders' general meeting. Ms. Jenny Shipley does not have any relationship with the other Directors, Supervisors, senior management, or substantial or controlling Shareholders of the Bank. As at the Latest Practicable Date, Ms. Jenny Shipley does not have any interests in the shares in the Bank within the meaning of Part XV of the SFO. There is no information which is discloseable nor is/was Ms. Jenny Shipley involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Bank.

Mr. Wong Kai-Man, aged 57, is currently the Chief Executive Officer of Li & Fung (1906) Foundation Ltd, a charity, a senior advisor to Tricor Services Limited, a provider of business services, and an Honorary Associate Professor of the School of Business of the University of Hong Kong. He also holds the position of independent non-executive director in the following listed companies: Shangri-la Asia Limited, SCMP Group Limited and SUNeVision Holdings Ltd. In addition, he serves in a number of government committees and non-governmental organizations: Hong Kong Science and Technology Parks Corporation, Hong Kong Design Centre Limited, Barristers Disciplinary Tribunal, City University of Hong Kong, Hong Kong University Graduates Association Education Foundation, World Vision Hong Kong, Haven of Hope Christian Service and Haven of Hope Hospital. Mr. Wong was a partner of PricewaterhouseCoopers Hong Kong and retired from that post on 30 June 2005 with thirty two years of experience in accounting. Mr. Wong was a member of the GEM Listing Committee of the Hong Kong Stock Exchange from 1999 to 2003. Mr. Wong received his Bachelor Degree in Physics from the Hong Kong University and his Master Degree in Business Administration from the Chinese University of Hong Kong. Mr. Wong is a Fellow of the Hong Kong Institute of Certified Public Accountants and a Fellow of the Association of Chartered Certified Accountants of the United Kingdom. Other than as set out above, Mr. Wong has not held any directorship in any other listed companies in the past three years.

The Bank appointed Mr. Wong Kai-Man as an independent non-executive Director to hold office till the date of the 2009 annual general meeting. Mr. Wong's remuneration consists of a director's fee only, which will be determined in accordance with the Regulations on Stipends for Independent Directors and External Supervisors of the Bank. After the end of each year, the nomination and compensation committee shall propose a final emoluments distribution plan, which shall be submitted to the Board for consideration, and subject to the approval of the Shareholders' general meeting. Mr. Wong does not have any relationship with the other Directors, Supervisors, senior management, or substantial or controlling Shareholders of the Bank. As at the Latest Practicable Date, Mr. Wong does not have any interests in the shares in the Bank within the meaning of Part XV of the SFO. There is no information

which is discloseable nor is/was Mr. Wong involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Bank.

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

16 November 2007

*As at the date of this announcement, the executive directors of the Bank are Mr. Guo Shuqing, Mr. Zhang Jianguo, Mr. Zhao Lin and Mr. Luo Zhefu; the non-executive directors of the Bank are Mr. Wang Yonggang, Mr. Wang Yong, Ms. Wang Shumin, Mr. Liu Xianghui, Mr. Zhang Xiangdong, Ms. Li Xiaoling and Mr. Gregory L. Curl; and the independent non-executive directors of the Bank are Lord Peter Levene, Mr. Song Fengming, Ms. Jenny Shipley, Ms. Elaine La Roche, Mr. Wong Kai-Man and Mr. Tse Hau Yin, Aloysius.*