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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 Obtaining the Approval for Certain Investment

This announcement is published pursuant to rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

In accordance with the relevant laws and regulations of the People's Republic of China (the "PRC"), China Construction Bank Corporation (the "Bank") published the Announcement on Obtaining the Approval for Certain Investment on the website of the Shanghai Stock Exchange on 3 March 2009.

Please see an English translation of the above-mentioned announcement attached.

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

Vice Chairman, Executive Director and President

2 March 2009

As at the date of this announcement, the executive directors of the Bank are Mr. Guo Shuqing, Mr. Zhang Jianguo and Ms. Xin Shusen; 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.

Announcement On Obtaining the Approval for Certain Investment

The board of directors of the Bank and all members thereof warrant that the content of this announcement is true, accurate and complete and assume joint and several liabilities for any false statement, misleading representation or material omission contained in this announcement.

Highlights:

- By subscribing to the increased registered capital of Hefei Xingtai Trust Corporation Limited (“Xingtai Trust”), the Bank invested in Xingtai Trust and held a 67% interest in the registered capital of Xingtai Trust as enlarged by the capital increase (the “Investment”). The total amount that the Bank needs to pay for the capital increase of Xingtai Trust is RMB3.409 billion.
- The Investment has been approved by China Banking Regulatory Commission (“CBRC”).
- By investing in Xingtai Trust, the Bank may participate in the potential-laden trust market, better meet its client demand, and boost its profitability.

1. Summary of the Investment

In accordance with the *Capital Increase Agreement Regarding Hefei Xingtai Trust Corporation Limited* (the “Capital Increase Agreement”) entered into between the Bank and Xingtai Trust’s shareholders, namely Hefei Xingtai Holding Group Corporation Limited (“Xingtai Holding”) and Hefei Municipal State-owned Assets Holding Corporation Limited (“Hefei State-owned Co.”), the Bank invested in Xingtai Trust by subscribing to the increased registered capital of Xingtai Trust, and held a 67% interest in the registered capital of Xingtai Trust as enlarged by the capital increase. The total amount that the Bank needs to pay for the capital increase of Xingtai Trust is RMB3.409 billion.

The Investment does not constitute a connected transaction of the Bank.

2. Profile of the Parties to the Capital Increase Agreement

Xingtai Holding is a wholly state-owned company with a registered capital of RMB870 million, incorporated with the approval from and conducts business under the authorization of the State-owned Assets Supervision and Administration Commission of Hefei Municipal Government. Its business scope comprises: operating the state-owned assets under the authorization and undertaking corporate planning, management consulting, financial advising, corporate wealth management, industry investment and other authorized operating activities. The total assets and net assets of Xingtai Holding were RMB16.5 billion and RMB2.5 billion as at the end of 2008.

Heifei State-owned Co. is a comprehensive state-owned assets operating entity with a registered capital of RMB692 million. Its business scope comprises: operating state-owned capital under the authorization; investment, credit guarantee business, asset management, wealth management advising, corporate planning, corporate management consulting and restructuring, mergers and acquisitions of corporations. The total assets and net assets of Heifei State-owned Co. were RMB4.695 billion and RMB3.34 billion as at the end of 2008.

3. Profile of the Target of the Investment

Xingtai Trust is a trust company incorporated and validly existing with the approval from CBRC. Its registered address is Xingtai Tower, No.45, Jiushiqiao Street, Hefei City. Its current legal representative is Sun Liqiang. The company's scope of business includes: local and foreign currency business; capital trust, movable assets trust, immovable assets trust, valuable securities trust; trust of other property or property rights; investment fund business as a promoter of investment funds or fund management companies; restructuring, mergers and acquisitions of enterprise assets; project financing, corporate wealth management and financial advisory business; underwriting of securities as approved by the competent authorities of the State Council on a commissioned basis; intermediary, consulting and credit investigation; custodianship and safe-deposit box services and so on.

As audited by Tianjian Guanghai (Beijing) CPA Co. Ltd., Xingtai Trust reports a total asset of RMB764 million and a net asset of RMB695 million as at 31 December 2008 and an operating income of RMB41,409,800 and a net profit of RMB33,295,100 for the year ended 31 December 2008.

Prior to the Investment, the registered capital of Xingtai Trust was RMB504 million, where its then shareholders, namely Xingtai Holding and Hefei State-owned Co., held an 83.33% interest and a 16.67% interest respectively in the registered capital of Xingtai Trust.

4. Main Contents of the Capital Increase Agreement

The main contents of the Capital Increase Agreement entered into between the Bank, Xingtai Holding and Hefei State-owned Co. include:

The Bank shall invest in Xingtai Trust by subscribing to the increased registered capital and hold a 67% interest in the registered capital of Xingtai Trust as enlarged by the capital increase. The registered capital of Xingtai Trust shall be increased from RMB504 million to RMB1.527 billion; the total amount that the Bank needs to pay for the capital increase of Xingtai Trust is RMB3.409 billion in cash. The premium of the capital contribution by the Bank in excess of the increase of the registered capital of Xingtai Trust will be booked as capital reserve of Xingtai Trust pursuant to applicable regulations. Following the completion of the capital increase, the Bank will hold a 67.00% interest, Xingtai Holding a 27.50% interest and Hefei State-owned Co. a 5.50% interest in the registered capital of Xingtai Trust, which will be renamed as Jianxin Trust Co., Ltd..

The Investment has been approved by CBRC. The Bank and all other parties to the Capital Increase Agreement will perform their obligations as provided thereby and assist Xingtai Trust in completing the registration modification with the competent administration for industry and commerce as soon as practical.

5. Purpose of the Investment and the Impact on the Bank

By investing in Xingtai Trust , the Bank may participate in the potential-laden trust market, spearhead product and institutional innovation, better meet client demand and boost its profitability by leveraging on the unique institutional arrangement and flexible financial tools of the trust industry.

The Investment is not expected to have any material impact on the Bank's financial performance and operating results.

6. Documents available for Inspection

- 1) The *Capital Increase Agreement Regarding Hefei Xingtai Trust Corporation Limited* entered into between the Bank, Xingtai Holding and Hefei State-owned Co.
- 2) The *Approval* from CBRC regarding the equity investment in Xingtai Trust by the Bank.

Board of Directors
China Construction Bank Corporation
2 March 2009