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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 stockbroker 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 and the enclosed proxy form and reply slip 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: 00939)

**2025 REPORT OF THE BOARD OF DIRECTORS
2025 FINAL FINANCIAL ACCOUNTS
PROFIT DISTRIBUTION PLAN FOR 2025
2026 FIXED ASSETS INVESTMENT BUDGET
ENGAGEMENT OF EXTERNAL AUDITORS FOR 2026
RE-ELECTION OF MR. JI ZHIHONG
AS EXECUTIVE DIRECTOR OF THE BANK
ELECTION OF MS. CAO LIQUN
AS NON-EXECUTIVE DIRECTOR OF THE BANK
ELECTION OF MS. TANG WEI
AS NON-EXECUTIVE DIRECTOR OF THE BANK
ANNUAL ISSUANCE PLAN FOR THE GROUP'S FINANCIAL BONDS
ELECTION OF INDEPENDENT NON-EXECUTIVE
DIRECTORS OF THE BANK
AND
NOTICE OF 2025 ANNUAL SHAREHOLDERS' MEETING**

The 2025 Annual Shareholders' Meeting of the Bank will be convened at 14:30 on 26 June 2026 at No. 25, Financial Street, Xicheng District, Beijing and Kowloon Shangri-La Hong Kong, 64 Mody Road, Kowloon, Hong Kong. The notice of the 2025 Annual Shareholders' Meeting is set out in this circular and is also published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

H Shareholders who intend to attend the 2025 Annual Shareholders' Meeting by proxy should complete and return the enclosed proxy form to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, before 14:30 on 25 June 2026. Completion and return of the proxy form will not preclude you from attending the 2025 Annual Shareholders' Meeting and voting in person if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked. H Shareholders who intend to attend the 2025 Annual Shareholders' Meeting in person or by proxy are advised to complete and return the reply slip to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, on or before 16 June 2026.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“2025 Annual Shareholders’ Meeting” or “Meeting”	the 2025 annual shareholders’ meeting of the Bank to be held on 26 June 2026
“A Share(s)”	domestic listed share(s) with a par value of RMB1.00 each in the share capital of the Bank, listed on the Shanghai Stock Exchange and traded in RMB
“Articles of Association”	the Articles of Association of the Bank (as amended from time to time)
“Bank” or “CCB”	China Construction Bank Corporation, a joint stock limited company duly incorporated in the PRC and the H Shares and A Shares of which are listed on the Hong Kong Stock Exchange (stock code: 00939) and the Shanghai Stock Exchange (stock code: 601939), respectively
“Board” or “Board of Directors”	the board of directors of the Bank
“Board of Supervisors”	the board of supervisors of the Bank (was cancelled since 23 September 2025)
“Group”	the Bank and its subsidiaries
“H Share(s)”	overseas listed foreign share(s) with a par value of RMB1.00 each in the share capital of the Bank, listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	holder(s) of the H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“independent non-executive director(s)” or “independent director(s)”	the independent non-executive director(s) of the Bank
“NFRA”	National Financial Regulatory Administration

DEFINITIONS

“Ordinary Share(s)”	A Share(s) and H Share(s)
“PRC” or “China”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of Ordinary Share(s)
“SSE”	Shanghai Stock Exchange

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Zhang Jinliang
Mr. Zhang Yi
Mr. Sun Xiaokun
Mr. Ji Zhihong

Registered office:

No. 25, Financial Street
Xicheng District
Beijing 100033
China

Non-executive Directors:

Ms. Xin Xiaodai
Ms. Liu Fang
Ms. Li Lu
Ms. Li Li
Mr. Dou Hongquan
Mr. Shi Jian

Principal place of business in Hong Kong:

28/F, CCB Tower
3 Connaught Road
Central
Hong Kong

Independent Non-executive Directors:

Mr. William Coen
Mr. Leung Kam Chung, Antony
Lord Sassoon
Mr. Lin Zhijun
Mr. Zhang Weiguo

4 June 2026

Dear Sir or Madam,

**2025 REPORT OF THE BOARD OF DIRECTORS
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LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to give you notice of the 2025 Annual Shareholders' Meeting and to provide you with reasonable and necessary information.

At the 2025 Annual Shareholders' Meeting, resolutions will be proposed to consider and approve the following as ordinary resolutions (as non-cumulative voting resolutions): 1. 2025 report of the Board of Directors; 2. 2025 final financial accounts; 3. profit distribution plan for 2025; 4. 2026 fixed assets investment budget; 5. engagement of external auditors for 2026; 6. re-election of Mr. Ji Zhihong as executive director of the Bank; 7. election of Ms. Cao Liqun as non-executive director of the Bank; 8. election of Ms. Tang Wei as non-executive director of the Bank; the following as special resolution (as non-cumulative voting resolution): 9. annual issuance plan for the Group's financial bonds; and the following as ordinary resolutions (as cumulative voting resolutions): 10. election of independent non-executive directors of the Bank: 10.01 re-election of Lord Sassoon as independent non-executive director of the Bank; 10.02 election of Mr. Yang Qiang as independent non-executive director of the Bank.

In addition: 1. the special report on related party transactions in 2025; 2. the report on the implementation of the plan on authorization of the shareholders' meeting to the Board of Directors of China Construction Bank Corporation in 2025; 3. the report on major shareholder (large shareholder) assessment in 2025; and 4. the work reports of independent directors for 2025 are incorporated in this circular for Shareholders' hearing.

2025 REPORT OF THE BOARD OF DIRECTORS

Please refer to the report of the board of directors in the 2025 annual report of the Bank for the 2025 report of the Board of Directors of the Bank.

2025 FINAL FINANCIAL ACCOUNTS

Please refer to the financial report in the 2025 annual report of the Bank for the contents of the 2025 final financial accounts of the Bank.

PROFIT DISTRIBUTION PLAN FOR 2025

Pursuant to the audited financial report for the year 2025 of the Bank prepared in accordance with the PRC Generally Accepted Accounting Principles and the International Financial Reporting Standards, the Board proposes the following plan for the distribution of profit for the year 2025:

1. On the basis of the after-tax profit of the Bank for 2025 in the amount of RMB324,911 million, 10% of such profit (being RMB32,491 million) is to be appropriated to the statutory reserve fund.
2. RMB50,526 million is to be set aside as the general reserve according to the *Administrative Measures for the Provision of Reserves of Financial Enterprises* (Cai Jin [2012] No.20).

LETTER FROM THE BOARD

3. Under the Group's standard, the after-tax profit attributable to the Bank's shareholders for the year 2025 was RMB338,906 million. The annual dividend distribution ratio is 30%, with a total annual cash dividend of RMB101,684 million (cash dividend of RMB3.887 per 10 shares, tax-inclusive), including a total interim cash dividend of RMB48,605 million (cash dividend of RMB1.858 per 10 shares, tax-inclusive) which has been distributed. A total final cash dividend in the amount of RMB53,079 million ("**final dividends**") will be distributed to all the ordinary shareholders of the Bank (whose names appear on the Bank's register of members after the closing of the stock market on 10 July 2026), with a cash dividend of RMB2.029 per 10 shares (tax-inclusive).
4. No capitalisation of the reserve fund to share capital will be implemented for the year 2025.

Dividends on Ordinary Shares of the Bank will be denominated and declared in RMB, and will be paid in RMB or in HKD equivalent, and the H Shareholders are provided with the option of dividend distribution in RMB. The H Shareholders have the right to choose to receive the H Shares final dividends in RMB or HKD in whole (HKSCC Nominees Limited may choose to receive the dividends in whole or in part). The exchange rate of the H Shares final dividends shall be determined based on the average of the reference rates of RMB against HKD published daily at 11:00 a.m. by China Money (www.chinamoney.com.cn) for the five working days prior to the commencement date for the Shareholders' currency election (excluding the commencement date). Upon the profit distribution plan for 2025 being approved by the 2025 Annual Shareholders' Meeting, the Bank will issue the currency election form for the H Shares final dividends to the H Shareholders as and when appropriate.

If approved by the 2025 Annual Shareholders' Meeting, the final dividends will be distributed to the Shareholders whose names appear on the register of members of the Bank after the closing of the stock market on 10 July 2026. The expected payment date of the H Share final dividends is 21 August 2026. In order to determine the H Shareholders who are entitled to receive the final dividends, the register of members of H Shares of the Bank will be closed from 5 July 2026 to 10 July 2026, both days inclusive, during which period no transfer of H Shares will be effected. Unregistered H Shareholders who wish to receive the final dividends must lodge the share certificates together with the transfer documents at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 16:30 on 3 July 2026. The address of the share registrar, Computershare Hong Kong Investor Services Limited, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

2026 FIXED ASSETS INVESTMENT BUDGET

Based on the development strategy of the Bank, in order to enhance the core competitiveness and long-term value creation capability of the Group and put in place the requirements related to "Five Priorities", with the orientation toward high-quality development and the goal of improving operating efficiency, the management has, based on comprehensive consideration of internal and external business situations, formulated the proposal for 2026 fixed assets investment budget in line with the principles of strictness and tightness.

The total fixed assets investment budget for 2026 will be RMB17 billion, remaining stable from the previous year. The budgetary arrangement is closely aligned with the business development plan, ensuring both forward-looking, long-period arrangements and the fulfillment of annual key resource requirements.

LETTER FROM THE BOARD

Following the allocation strategy of “ensuring priorities, applying pressure, and exercising control”, differentiated annual budgetary arrangements are made to support strategic business investments, prioritize infrastructure development, meet the needs of safe and stable operations, and enhance the precision of resource allocation as well as the efficiency of asset utilization. The budget will be used to particularly support the development of FinTech infrastructure, implement the strategy of building self-reliance and strength in IT application innovation, strengthen the construction of such infrastructures as data centers, and effectively support the innovative application of new technologies. The Bank will ensure safe production and operation, provide basic support for long-period arrangements of fire protection and security, and take solid steps to address safety hazards. It will strictly carry out the policy requirements of the central government, strictly control unproductive expenditures, and improve the efficiency of asset utilization.

ENGAGEMENT OF EXTERNAL AUDITORS FOR 2026

Pursuant to the Articles of Association and other relevant provisions, the Bank proposes to appoint Ernst & Young Hua Ming LLP as the domestic accounting firm of the Bank and its domestic subsidiaries for 2026, and Ernst & Young as the international accounting firm of the Bank and its major overseas subsidiaries for 2026. The audit fee is RMB140.96 million in total (inclusive of the audit fee for the Group and the parent company, overseas institutions and domestic subsidiaries), of which the audit fee for internal control is RMB8.60 million. The abovementioned audit fee was determined taking into account the scale, nature and complexity of the Group’s business and the scope of the audit, the anticipated audit timetable, the audit resources to be deployed as well as the current audit fee, on the basis of the fair and reasonable pricing principle and the assumption that there will be no material changes in the abovementioned aspects.

RE-ELECTION OF MR. JI ZHIHONG AS EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, the Board hereby proposes to nominate Mr. Ji Zhihong for re-election as executive director of the Bank, whose term of office will be three years taking effect from the date of approval of the re-election by the shareholders’ meeting of the Bank of his appointment as executive director of the Bank. Mr. Ji Zhihong satisfies the appointment qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association. After the approval by the shareholders’ meeting of this proposal, Mr. Ji Zhihong will continue to serve as executive director, member of each of the Strategy Development Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board of the Bank, and his term of office for these positions shall be the same as his term of office as executive director of the Bank.

Mr. Ji Zhihong, born in April 1968. Mr. Ji has served as executive director of the Bank since June 2023 and executive vice president of the Bank since August 2019. Mr. Ji began to serve concurrently as secretary to the Board of the Bank from April 2025 and chairman of the Council of CCB Housing Rental Fund from November 2022. He served as director-general of the financial market department of the People’s Bank of China (the “PBOC”) from August 2013 to May 2019, during which he was concurrently director of the financial market management department of the Shanghai Head Office from August 2013 to May 2016. From September 2012 to August 2013, he was director-general of the research bureau of the PBOC. From April 2010 to September 2012, he was deputy director-general of the monetary policy department of the PBOC. From February 2008 to April 2010, he was deputy director (deputy director-general level) of the open market operations department of the PBOC Shanghai Head Office. Mr. Ji is a research fellow. He

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obtained a master's degree in international finance from the Graduate School of the PBOC (now PBOC School of Finance, Tsinghua University) in 1995 and a PhD degree in national economics from Chinese Academy of Social Sciences in 2005.

Save as disclosed in the biographical details, Mr. Ji Zhihong confirms that: (i) he has no other relationship with the Bank's directors, senior management, substantial Shareholders or controlling Shareholder; (ii) he has no interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong); (iii) he did not hold any directorship in any other listed company in the last three years, nor does he hold any positions in any members of the Group; and (iv) he is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and there is no other issue that shall be brought to the attention of the Shareholders of the Bank.

The emoluments of Mr. Ji Zhihong shall be implemented pursuant to the relevant regulations, which consist of emoluments payable, social insurance and other income. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution and settlement plan, which shall be reviewed by the Board and submitted to the shareholders' meeting for approval. The Bank will make disclosure after the relevant emoluments are determined. For details of the emoluments, please refer to the annual report, relevant announcement and circular to be published by the Bank in due course.

ELECTION OF MS. CAO LIQUN AS NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, the Board hereby proposes to nominate Ms. Cao Liqun as non-executive director of the Bank, whose term of office will be three years taking effect from the date of approval of the election by the shareholders' meeting of the Bank of her appointment as non-executive director of the Bank. Ms. Cao Liqun satisfies the appointment qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association. After the approval by the shareholders' meeting of this proposal, Ms. Cao Liqun will serve as member of each of the Strategy Development Committee, the Audit Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board of the Bank.

Ms. Cao Liqun, born in May 1971. She has joined Central Huijin Investment Ltd. since 2020. She has served as non-executive director of Industrial and Commercial Bank of China Limited since January 2020. From October 2010 to March 2020, she held successively the positions of deputy director-general of the supervision and inspection department, inspector and level-two inspector of the general affairs department (policy and regulation department) of the State Administration of Foreign Exchange (SAFE). During this period, she acted as deputy director of the administrative committee of Zhongguancun Science Park in Beijing from August 2018 to August 2019. From March 2001 to October 2010, she worked successively in the regulations division of the general affairs department, the non-financial institution inspection division and the general affairs division of the supervision and inspection department of SAFE. Ms. Cao is an economist. She obtained a bachelor's degree in law from China University of Political Science and Law, a master's degree in economics from Renmin University of China and a master's degree in public administration from Peking University.

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Save as disclosed in the biographical details, Ms. Cao Liquan confirms that: (i) she has no other relationship with the Bank's directors, senior management, substantial Shareholders or controlling Shareholder; (ii) she has no interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong); (iii) she did not hold any directorship in any other listed company in the last three years, nor does she hold any positions in any members of the Group; and (iv) she is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and there is no other issue that shall be brought to the attention of the Shareholders of the Bank.

Ms. Cao Liquan, as a non-executive director of the Bank, will not receive any emoluments from the Bank.

ELECTION OF MS. TANG WEI AS NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, the Board hereby proposes to nominate Ms. Tang Wei as non-executive director of the Bank, whose term of office will be three years taking effect upon the approval by the NFRA of her appointment qualifications as director. Ms. Tang Wei satisfies the appointment qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association. After the approval by the shareholders' meeting of this proposal and the approval by the NFRA of her appointment qualifications, Ms. Tang Wei will serve as member of each of the Strategy Development Committee and the Risk Management Committee of the Board of the Bank.

Ms. Tang Wei, born in February 1973. She has served successively as deputy director-general and senior counsel of the asset management institution supervision department of the National Financial Regulatory Administration since March 2023. She was deputy director of the trust supervision department of the China Banking and Insurance Regulatory Commission from March 2018 to March 2023. She was deputy director of the trust supervision department of the China Banking Regulatory Commission from April 2016 to March 2018. From August 2000 to April 2016, she worked successively in the first banking supervision department of the People's Bank of China, the first banking supervision department, the supervision department for large state-owned commercial banks and the trust supervision department of the China Banking Regulatory Commission. Ms. Tang obtained a master's degree in economics from the Graduate School of the People's Bank of China and a master's degree in international and development economics from the Australian National University.

Save as disclosed in the biographical details, Ms. Tang Wei confirms that: (i) she has no other relationship with the Bank's directors, senior management, substantial Shareholders or controlling Shareholder; (ii) she has no interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong); (iii) she did not hold any directorship in any other listed company in the last three years, nor does she hold any positions in any members of the Group; and (iv) she is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and there is no other issue that shall be brought to the attention of the Shareholders of the Bank.

Ms. Tang Wei, as a non-executive director of the Bank, will not receive any emoluments from the Bank.

LETTER FROM THE BOARD

ANNUAL ISSUANCE PLAN FOR THE GROUP'S FINANCIAL BONDS

In order to further promote the Group's high-quality development, continue to diversify fund sources, meet various regulatory requirements, further enhance the Group's capability to serve the real economy and prevent and mitigate financial risks, and support the prudent development of businesses, the following proposal is hereby put forward in relation to the issuance of financial bonds by the Group:

1. It was agreed that the Group may issue financial bonds (excluding subordinated financial bonds with the nature of capital replenishment) not exceeding the equivalent of RMB371 billion in domestic and overseas markets in 2026 in conformity with relevant laws and regulations, regulatory provisions and the listing rules of the places where the Group's securities are listed.
2. The validity period of the quota for the annual issuance plan of the financial bonds shall commence from the day following the consideration and approval of this issuance plan by the shareholders' meeting and, in principle, end on 31 December 2026. If the aforementioned quota is not fully used within its validity period, the remaining quota shall remain valid until the shareholders' meeting considers and approves a new annual issuance plan for financial bonds.
3. Considering and approving the authorisation to the Board, and for the Board to delegate the authority to the senior management to take opportunities to determine, in accordance with the relevant laws and regulations, regulatory provisions and approval requirements issued by the relevant regulatory authorities, the specific issuance plan and terms of the financial bonds, including, but not limited to, the name of the bond, the bond type, the issuance volume, the term, the interest rate, the currency, the issuance method, the scope and target of issuance, and the use of proceeds, as well as handling specific matters such as regulatory reporting and approval, issuance, and post-issuance information disclosure. The validity period of the aforementioned authorisation shall be consistent with the actual term of the use of the quota. It was to authorise the Board, and for the Board to delegate the authority to the senior management to handle all related matters such as interest payment, repayment, and redemption within the duration of the financial bonds issued under the abovementioned issuance plan in accordance with the regulations and approval requirements issued by relevant regulatory authorities.

ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE BANK

1. RE-ELECTION OF LORD SASSOON AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, the Board hereby proposes to nominate Lord Sassoon for re-election as independent non-executive director of the Bank, whose term of office will be three years taking effect from the date of approval of the re-election by the shareholders' meeting of the Bank of his appointment as independent non-executive director of the Bank. Lord Sassoon satisfies the appointment qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association. Lord Sassoon has confirmed that he meets the independence criteria as

LETTER FROM THE BOARD

regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules and has no past or present financial or other interests in the business of the Bank or its subsidiaries or any connection with any core connected person of the Bank, and there are no other factors that may affect his independence. After the approval by the shareholders' meeting of this proposal, Lord Sassoon will continue to serve as independent non-executive director, member of each of the Strategy Development Committee, Audit Committee and the Nomination and Remuneration Committee of the Board of the Bank, and his term of office for these positions shall be the same as his term of office as independent non-executive director of the Bank.

Lord Sassoon (Lord James Meyer Sassoon), born in September 1955. Lord Sassoon has served as independent non-executive director of the Bank since October 2023. Lord Sassoon is a member of the International Advisory Council of the China Investment Corporation (CIC), president of the China-Britain Business Council (CBBC), chairman of Sir John Soane's Museum, a trustee emeritus of the British Museum (served as trustee and deputy chairman from 2013 to 2021), independent non-executive director of Barco NV, Arbuthnot Banking Group PLC, and Arbuthnot Latham & Co., Limited, and chairman of the Pilgrim Trust. He formerly served as a member of the Global Advisory Board of Mitsubishi UFJ Financial Group from 2013 to 2021, and a director of Jardine Matheson Holdings Limited and other Jardine group companies from 2013 to 2020. He was chairman of CBBC from 2013 to 2019, and president of the EU-China Business Association from 2013 to 2017. He was Commercial Secretary to the Treasury from 2010 to 2013 and chaired the Financial Action Task Force from 2007 to 2008. He served as a managing director in HM Treasury from 2002 to 2006 with responsibility for Financial Services and Enterprise Policy. During his career, he has had a consistent focus on business relating to Asia, and participated in the UK-China Economic and Financial Dialogue from 2002. Lord Sassoon joined S.G. Warburg (later UBS Warburg) in 1985, becoming a managing director in 1995. He began his career at KPMG in 1977, qualifying as an associate of the Institute of Chartered Accountants in England and Wales. Lord Sassoon joined the House of Lords in 2010. He was educated at the University of Oxford, where he read philosophy, politics and economics, and obtained his master of arts degree in 1977.

Save as disclosed in the biographical details, Lord Sassoon confirms that: (i) he has no other relationship with the Bank's directors, senior management, substantial Shareholders or controlling Shareholder; (ii) he has no interest in shares of the Bank as defined in Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong); (iii) he did not hold any directorship in any other listed company in the last three years, nor does he hold any positions in any members of the Group; and (iv) he is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and there is no other issue that shall be brought to the attention of the Shareholders of the Bank.

The allowances of Lord Sassoon shall be determined in accordance with the relevant regulations on allowances for independent non-executive directors of the Bank. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution and settlement plan, which shall be considered by the Board and submitted to the shareholders' meeting of the Bank for approval. The Bank will make disclosure after the relevant allowances are determined. For details of the allowances, please refer to the annual report, relevant announcement and circular to be published by the Bank in due course.

LETTER FROM THE BOARD

The nomination is proposed by the Nomination and Remuneration Committee of the Board of the Bank, in accordance with the Bank's Articles of Association and in consideration of Lord Sassoon's past experience, skill background, knowledge, experience, independence and specific needs of the Bank, and has been considered by the Board. Such nomination is submitted to the shareholders' meeting of the Bank for election and determination. Lord Sassoon has years of experience and good reputation in aspects such as finance. Lord Sassoon being appointed as independent non-executive director of the Bank enables the maintenance of the Board's diversity of the Bank, which will contribute extensive expertise and experience to the Board.

2. ELECTION OF MR. YANG QIANG AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

Pursuant to the relevant laws, regulations and the Articles of Association, the Board hereby proposes to nominate Mr. Yang Qiang as independent non-executive director of the Bank, whose term of office will be three years taking effect upon the approval by the NFRA of his appointment qualifications as director. Mr. Yang Qiang satisfies the appointment qualifications and requirements of director as required by relevant laws, regulations and the Articles of Association. Mr. Yang Qiang has confirmed that he meets the independence criteria as regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules and has no past or present financial or other interests in the business of the Bank or its subsidiaries or any connection with any core connected person of the Bank, and there are no other factors that may affect his independence.

Mr. Yang Qiang was born in December 1961. He currently serves as independent non-executive director of China Mobile Limited, co-founder and non-executive director of Phancy Group Co., Ltd., and independent non-executive director of Knowledge Atlas Technology Joint Stock Company Limited. He also acts as director of the Academy for Artificial Intelligence, chair professor of artificial intelligence and chief artificial intelligence officer of The Hong Kong Polytechnic University, president of the Hong Kong Society of Artificial Intelligence and Robotics, and vice chairman of the Chinese Association for Artificial Intelligence. He was independent non-executive director, management consultant and concurrently chief artificial intelligence officer of WeBank Co., Ltd., and founding director of Huawei Noah's Ark Lab. In addition, Mr. Yang once held positions including president of the International Joint Conference on Artificial Intelligence (IJCAI), member of the executive committee and conference chair of the Association for the Advancement of Artificial Intelligence (AAAI), tenured associate professor in the department of computer science of University of Waterloo in Canada, tenured associate professor and industrial research chair professor in the school of computing science of Simon Fraser University, Canada, as well as head and chair professor of the department of computer science and engineering at The Hong Kong University of Science and Technology. Mr. Yang is a Fellow of several international professional societies including Institute of Electrical and Electronics Engineers (IEEE), AAAI, Association for Computing Machinery (ACM), etc., as well as a Fellow of the Royal Society of Canada (RSC) and the Canadian Academy of Engineering (CAE). He obtained a bachelor's degree in astrophysics from Peking University, a master's degree in astrophysics, a master's degree in computer science and a PhD degree in computer science from the University of Maryland, U.S.

Save as disclosed in the biographical details, Mr. Yang Qiang confirms that: (i) he has no other relationship with the Bank's directors, senior management, substantial Shareholders or controlling Shareholder; (ii) he has no interest in shares of the Bank as defined in Part XV of the *Securities and*

LETTER FROM THE BOARD

Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) he did not hold any directorship in any other listed company in the last three years, nor does he hold any positions in any members of the Group; and (iv) he is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and there is no other issue that shall be brought to the attention of the Shareholders of the Bank.

The allowances of Mr. Yang Qiang shall be determined in accordance with the relevant regulations on allowances for independent non-executive directors of the Bank. The Nomination and Remuneration Committee of the Board shall, after the end of each year, propose the emoluments distribution and settlement plan, which shall be considered by the Board and submitted to the shareholders' meeting of the Bank for approval. The Bank will make disclosure after the relevant allowances are determined. For details of the allowances, please refer to the annual report, relevant announcement and circular to be published by the Bank in due course.

The nomination is proposed by the Nomination and Remuneration Committee of the Board of the Bank, in accordance with the Bank's Articles of Association and in consideration of Mr. Yang Qiang's past experience, skill background, knowledge, experience, independence and specific needs of the Bank, and has been considered by the Board. Such nomination is submitted to the shareholders' meeting of the Bank for election and determination. Mr. Yang Qiang has years of experience and good reputation in aspects such as artificial intelligence. Mr. Yang Qiang being appointed as independent non-executive director of the Bank enables the maintenance of the Board's diversity of the Bank, which will contribute extensive expertise and experience to the Board.

REPORTING DOCUMENTS TO THE 2025 ANNUAL SHAREHOLDERS' MEETING

1. Special Report on Related Party Transactions in 2025
2. Report on the Implementation of the Plan on Authorization of the Shareholders' Meeting to the Board of Directors of China Construction Bank Corporation in 2025
3. Report on Major Shareholder (Large Shareholder) Assessment in 2025
4. Work Reports of Independent Directors for 2025

2025 ANNUAL SHAREHOLDERS' MEETING

The notice of the 2025 Annual Shareholders' Meeting of the Bank to be held at 14:30 on 26 June 2026 at No. 25, Financial Street, Xicheng District, Beijing and Kowloon Shangri-La Hong Kong, 64 Mody Road, Kowloon, Hong Kong, is set out in this circular. Registration for the meeting will start from 13:50 to 14:30 on 26 June 2026.

In order to determine the H Shareholders who are entitled to attend the 2025 Annual Shareholders' Meeting, the Bank's register of members for H Shares will be closed from 23 June 2026 to 26 June 2026, both days inclusive, during which period no transfer of H Shares will be effected. The record date is 26 June 2026. Unregistered H Shareholders who wish to attend the 2025 Annual Shareholders' Meeting must lodge the share certificates together with the transfer documents at the H Share registrar of the Bank,

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Computershare Hong Kong Investor Services Limited, at or before 16:30 on 22 June 2026. The address of the share registrar, Computershare Hong Kong Investor Services Limited, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

A proxy form and a reply slip for use at the 2025 Annual Shareholders' Meeting are published together with this circular on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk). To be valid, H Shareholders who intend to attend the 2025 Annual Shareholders' Meeting by proxy should complete and return the enclosed proxy form to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, before 14:30 on 25 June 2026. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy form will not preclude you from attending the 2025 Annual Shareholders' Meeting and voting in person if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked. H Shareholders who intend to attend the 2025 Annual Shareholders' Meeting in person or by proxy are advised to complete and return the reply slip in person, by post or by fax to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, on or before 16 June 2026. The address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

VOTING METHOD AT THE 2025 ANNUAL SHAREHOLDERS' MEETING

The voting at the 2025 Annual Shareholders' Meeting will be taken by way of registered poll.

RECOMMENDATION

The Board considers that the proposals mentioned above are in the interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favour of the relevant resolutions to be proposed at the 2025 Annual Shareholders' Meeting.

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

SPECIAL REPORT ON RELATED PARTY TRANSACTIONS OF CHINA CONSTRUCTION BANK CORPORATION IN 2025

In accordance with the *Measures for the Administration for Related Party Transactions of Banking and Insurance Institutions* of the NFRA and the *No. 26 Preparation and Reporting Rules of Information Disclosure of Public Offering Companies – Special Provisions on Information Disclosure by Commercial Banks* of the China Securities Regulatory Commission (CSRC), we hereby report the related party transactions of CCB in 2025 as follows:

I. RELATED PARTY TRANSACTIONS MANAGEMENT

In 2025, CCB has been in strict compliance with the related party transaction regulatory rules, carried out related party transaction management as required, continuously consolidated the foundation of related party transaction management, continuously refined the related party transaction management mechanism, and comprehensively improved the quality and efficiency of related party transaction management.

i. The Board of Directors diligently fulfilled its responsibilities, continuously promoting the solid and comprehensive implementation of policies. The Board of Directors of CCB, along with the Related Party Transaction, Social Responsibility and Consumer Protection Committee of the Board of Directors, strictly implemented regulatory requirements in managing related party transactions. In 2025, they reviewed and approved the Proposal on Related Party Transactions between CCB and Directors, Supervisors, Senior Management Members and Their Relevant Related Parties, listened to the reports on the management of related party transactions in 2024 and H1 2025, and accepted the filing of general related party transactions. During the reporting period, the Board of Directors and the Related Party transaction, Social Responsibility and Consumer Protection Committee of the Board of Directors continued to pay attention to the compliance with the regulatory requirements on related party transactions and urged the management to refine and implement them.

ii. Enhanced routine management and effectively strengthened regulatory compliance. CCB strictly followed the regulatory requirements related to related party transactions and continuously conducted monitoring, statistics, analysis, reporting and disclosure of related party transactions to ensure that all types of related party transactions were carried out in a compliant manner within the upper limit of the regulatory indicators. At the same time, it carried out regular self-inspections and on-site and off-site inspections of related party transactions, identified problems in a timely manner through digital monitoring and other intelligent means, and put forward targeted recommendations for improvement, so as to continuously make the management of related party transactions more refined.

iii. Strengthened collaboration to systematically expand dimensions and cover business lines. In terms of ex-ante early warning, the related party transaction management information system (hereinafter referred to as “**the system**”) has interacted with nine business components, including public credit, and has carried out real-time analyses of approximately 107,400 transactions since 2025 to provide alerts of problematic transactions, continuously improving the efficiency of automatic identification of related party transactions. In terms of in-event monitoring, the system has connected with 41 transaction information components, including the portfolio and treasury transaction components, to further expand the upstream independent reporting data sources and enhance the efficiency of data monitoring and reporting. In terms of

ex-post statistics, CCB strictly implemented the requirements of the *Measures for the Administration for Related Party Transactions of Banking and Insurance Institutions* regarding the relevant requirements for data reporting and report, accurately generated regulatory statements, and disclosed transaction summary data as scheduled.

iv. Improved system functions and promoted the upgrading and burden reduction of related transaction management. The system has been put into production 13 times in 2025, with 545 new or optimized function points. While improving the standardization of related party transactions, the accuracy and timeliness of data reporting, the online operation of the whole-procedure related party transaction management was made more convenient. The capabilities of automatic data collection by the system were improved constantly, effectively implementing the burden reduction of the grassroots institutions.

v. Practiced refined management, attached importance to talent development, and refined inspections and assessments. CCB remained commitment to the issue-focused approach to continuously enhance the guidance and supervision for staff responsible for related party transactions by streamlining work matters, refining the work requirements, and specifying the workflow to fully consolidate the management responsibilities. Through the combination of online and offline training, CCB conducted differentiated and professional training to compliance line and business line in an open and sharing concept. CCB conducted the on-site inspections on related party transactions in some branches and subsidiaries to understand and find the problems and deficiencies in the management, draw lessons and perform the self-examination and correction. It also carried out the assessment and appraisal on related party transactions, included the related party transactions in the Group's institutions into the annual assessment and internal control appraisal, so as to urge the institutions to be diligent and responsible and continuously improve the management measures.

II. ABOUT RELATED PARTIES

As at 31 December 2025, in accordance with the regulations on related party transactions issued by the NFRA, CSRC, Shanghai Stock Exchange, and Hong Kong Stock Exchange, a total of 5,187 related parties by the full standard had been identified and registered in the system of CCB after de-duplication. Among these, there were 1,527 related legal person or non-legal person organizations and 3,660 related natural persons. The number of related parties under different regulatory standards are as follows:

**REPORTING DOCUMENTS I SPECIAL REPORT ON RELATED PARTY TRANSACTIONS
OF CHINA CONSTRUCTION BANK CORPORATION IN 2025**

Number of Related Parties Under Different Regulatory Standards

Regulatory standard	Category of related party	Number in 2025 (31 December 2025)	Number in 2024 (31 December 2024)
NFRA	Related legal person or unincorporated organization	1,524	1,553
	Related natural person	3,568	3,453
CSRC (SSE)	Related legal person or unincorporated organization	21	27
	Related natural person	283	291
Hong Kong Stock Exchange	Related legal person or unincorporated organization	4	5
	Related natural person	248	286
Total (After eliminating duplication)	Related legal person or unincorporated organization	1,527	1,569
	Related natural person	3,660	3,615

The related natural persons primarily include the directors, senior management members of CCB, important branch managers and deputy managers, individuals who have the authority to approve or make decisions on core businesses such as large credit grants and asset transfers, as well as the close relatives of the aforementioned persons. The related legal persons mainly consist of legal or non-legal organizations that are controlled, jointly controlled, or significantly influenced by CCB or the aforementioned related natural persons.

III. RELATED PARTY TRANSACTIONS

i. Standards of the NFRA

In 2025, under the statistical scope defined by the NFRA, related transactions of CCB include credit transactions, asset transfer transactions, service transactions, deposits, and other transactions. During the reporting period, there were no significant related transactions occurred at CCB. Therefore, apart from the *Unified Transaction Agreement* signed with China Construction Bank (Asia) Corporation Limited (hereinafter referred to as “**CCB Asia**”) according to regulatory requirements, all related party transactions conducted by CCB were general related party transactions. There were no related party transactions that violated the prohibitive regulations of the *Measures for the Administration for Related Party Transactions of Banking and Insurance Institutions*, and credit related party transactions did not exceed regulatory limit. The details are as follows:

First, general related party transactions. As at 31 December 2025, after excluding guarantee deposits, pledged certificates of deposit, and CGBs provided by the related party at the time of credit granting, the total credit balance of CCB to all related parties was RMB279,608 million, accounting for 6.36% of the net capital, which did not exceed the regulatory limit¹. In 2025, except for transactions under the *Unified Transaction Agreement* (UTA) with CCB Asia, a related party, the total amount of asset transfer transactions with related parties amounted to RMB45,393 million, the total service transaction amount was RMB18,176 million, and the amount for deposits² and other transactions totaled RMB649,149 million.

Second, unified transaction agreement. CCB and CCB Asia entered into a *Unified Transaction Agreement* on 11 November 2024 for a valid period of three years from 15 November 2024 to 14 November 2027. Throughout 2025, the cumulative amount of local and foreign currency bond business under the UTA was RMB186,359 million, and the cumulative amount of foreign exchange spot business was RMB83,479 million. From the effective date of the UTA to 31 December 2025, the cumulative amount of local and foreign currency bond business was RMB202.48 billion, and the cumulative amount of foreign exchange spot business was RMB84,027 million, which were orderly carried out within the caps agreed in the UTA.

ii. Standards of the CSRC and SSE

In 2025, within the scope defined by CSRC and SSE, the related transactions of CCB include deposit transactions, credit transactions, asset management product transactions, and service transactions. As at 31 December 2025, the total outstanding credit balance of all related parties at CCB by the standards of CSRC and SSE was RMB373 million, and the deposit balance was RMB412 million. Throughout 2025, the total amount of asset management product transactions with related parties was RMB14,686,500, the total amount of service transactions was RMB48,600, and the total amount of asset transfer transactions was RMB28,600.

iii. Standards of the Hong Kong Stock Exchange

The related transactions of CCB under the Hong Kong Stock Exchange standards in 2025 included asset management product transactions and service transactions. Among them, the total amount of asset management product transactions is RMB3,997,900, and the total amount of service transactions is RMB1,500.

¹ According to Article 16 of the Measures for the Administration for Related Party Transactions of Banking and Insurance Institutions, the balance of credit granted by a banking institution to all related parties shall not exceed 50% of the net capital of the banking institution as at the end of the previous quarter.

² Excluding demand deposits, Article 57 of the Measures for the Administration for Related Party Transactions of Banking and Insurance Institutions provides that demand deposit transactions are exempt from the review and disclosure requirements that apply to related party transactions.

**REPORT ON THE IMPLEMENTATION OF THE PLAN ON AUTHORIZATION
OF THE SHAREHOLDERS' MEETING TO THE BOARD OF DIRECTORS OF
CHINA CONSTRUCTION BANK CORPORATION IN 2025**

In accordance with the relevant provisions of the *Plan on Authorization of the Shareholders' General Meeting to the Board of Directors of China Construction Bank Corporation*, CCB assessed and analyzed the implementation of the authorization to the Board of Directors granted by the shareholders' meeting from 1 January to 31 December 2025, and prepared an implementation report.

In 2025, the Board of Directors of CCB strictly complied with the relevant provisions on authorization of the shareholders' meeting to the Board of Directors, made rational and prudent decisions, exercised its powers in a standardized manner, and did not approve any matters in violation of the authorization provisions or in excess of the authorization granted by the shareholders' meeting.

**REPORT ON MAJOR SHAREHOLDER (LARGE SHAREHOLDER)
ASSESSMENT OF CHINA CONSTRUCTION BANK IN 2025**

According to the *Interim Measures for Equity Management of Commercial Banks*, the *Measures for Supervision of Behaviors of Large Shareholders of Banking and Insurance Institutions (Trial)*, the Articles of Association, and other relevant requirements, the Board of Directors shall conduct an assessment at least once a year on the qualifications, financial status, shareholding, exercise of rights, performance of responsibilities, obligations, and commitments, compliance with the Articles of Association and agreement terms, and compliance with laws, regulations, and regulatory requirements of the major shareholder and large shareholder. The details of the assessment are hereby reported:

I. SCOPE OF ASSESSMENT

The scope of this assessment covers the major shareholder and large shareholder of CCB, which is Central Huijin Investment Ltd. (“**Huijin**”).

II. QUALIFICATIONS AND FINANCIAL STATUS OF THE SHAREHOLDER**i. Qualifications**

Huijin is a wholly state-owned investment company funded and established by the state in accordance with the Company Law upon the approval of the State Council.

Huijin makes equity investment in key state-owned financial institutions as authorized by the State Council, exercises the contributor’s rights and performs its obligations in key state-owned financial institutions up to its contribution on behalf of the State to achieve preservation and appreciation of state-owned financial assets. Huijin neither engages in other business activities nor intervenes in the daily operation of the major state-owned financial institutions of which it is the controlling shareholder. The capital Huijin has contributed to CCB comes from legal and compliant sources. Huijin is not involved in capital contribution, revolving capital contribution, or capital withdrawal.

ii. Financial status

According to the auditor’s report for 2024 disclosed by Huijin, as at 31 December 2024, Huijin recorded total assets of RMB8,537,289,045.8 thousand, total liabilities of RMB1,235,067,775.9 thousand, and owners’ equity of RMB7,302,221,269.9 thousand; in 2024, its operating income was RMB845,903,197.6 thousand, and its net profit was RMB818,792,715.4 thousand.

iii. Credit extension

As at 31 December 2025, the ratio of CCB’s outstanding credit exposure to Huijin relative to CCB’s net capital complied with the relevant provisions of the *Interim Measures for Equity Management of Commercial Banks*.

iv. Shareholding

As at 31 December 2025, Huijin held 142,590,494,651 H-shares and 267,392,944 A-shares at CCB, accounting for 54.61% of the total share capital of CCB. None of the shares held by it were pledged or frozen.

III. EXERCISE OF RIGHTS AND PERFORMANCE OF RESPONSIBILITIES AND OBLIGATIONS BY THE SHAREHOLDER

In 2025, Huijin exercised shareholder rights and performed its responsibilities and obligations as per the applicable laws, regulations, and regulatory requirements, as well as the provisions set out in the *Articles of Association* of CCB. Details are set out as follows:

i. Fulfillment of commitment

In September 2004, Huijin undertook that it would fairly treat its investments in commercial banks, and would not abuse its shareholder position at CCB or the information it would obtain through its shareholder position at CCB to make decisions detrimental to CCB but beneficial to other commercial banks. In April 2016 and March 2025, Huijin undertook that it would not intervene with the operation and management activities of CCB and not encroach on the interests of CCB. Huijin was not found to have violated any of the above undertakings in 2025.

ii. Implementation of the *Articles of Association*

In 2025, Huijin exercised shareholder rights and performed shareholder obligations in strict accordance with the *Articles of Association* of CCB, and appointed representatives to attend shareholders' meetings of CCB where it exercised voting rights according to law. It assigned non-executive directors to take part in the decision-making process of CCB's Board of Directors. It gave advice on the operations of CCB according to the law. It practiced the principle of good faith, exercised the rights of contributors in compliance with laws and regulations, and did not abuse its controlling shareholder position to seek improper benefits or harm the interests of CCB, other shareholders, and creditors. It did not trade CCB's shares illegally; the trades between Huijin and CCB were compliant with the regulatory requirements of the NFRA and the *Articles of Association* of CCB; all fund transfers between Huijin and CCB were normal operating transactions. There was no misappropriation of CCB's funds for non-operating purposes.

iii. Compliance with laws, regulations and regulatory provisions

In 2025, Huijin abode by the pertinent laws, regulations and regulatory provisions, and was not involved in any of the following circumstances: investigation by competent authorities, coercive measures taken by judicial authorities or disciplinary inspection departments, transfer to judicial authorities or investigation for criminal responsibility, investigation or administrative penalty by China Securities Regulatory Commission, public reprimand by the stock exchanges or penalty by other administrative authorities. Moreover, Huijin didn't fail to perform any effective judgment of the court or pay off any large-sum debts when due.

iv. Nomination of directors

As at the end of 2025, Huijin has nominated five non-executive directors to CCB.

v. Support for CCB's capital replenishment

In 2025, with the support of Huijin, CCB successfully replenished its Common Equity Tier 1 capital by issuing RMB105 billion in A-shares to the Ministry of Finance. In addition, CCB issued RMB40 billion in undated additional tier 1 capital bonds and RMB125 billion in tier 2 capital bonds.

**CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
WILLIAM COEN FOR 2025**

In 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., William Coen, Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “**CCB**”) attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed his duties, gave full play to his role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on his fulfillment of duties in 2025:

I. BASIC INFORMATION

As at 31 December 2025, CCB had five independent directors accounting for more than one third of the members of the Board of Directors, which complies with relevant laws, regulations, regulatory provisions, and the Articles of Association of CCB. Independent directors of CCB come from the Mainland, Hong Kong SAR and Macao SAR of China, the US, the UK, and other countries or regions. They are experts in financial regulation, finance and tax, bank administration, external audit, and accounting. The chairmen of four special committees under the Board of Directors of CCB, i.e. the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee are all independent directors. The Board of Directors of CCB has received from each independent director the self-assessment documents on independence signed according to the *Management Measures for Independent Directors of Listed Companies* and the *Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 – Standard Operations*.

Upon assessment, it has been determined that the independent directors do not hold any other position in CCB other than that of a director, and there are no direct or indirect interests between them and CCB and its major shareholders and actual controllers. There are neither other relationships that might affect their ability to make independent and objective judgments, nor the circumstances that would disqualify them from serving as independent directors as stipulated in the relevant laws, regulations, and regulatory policies. They meet the relevant requirements for the independence of independent directors.

I have served as Independent Non-executive Director of CCB since June 2021, as Independent Non-executive Director of Bupa, a cross-border payment system in the Arab region, since July 2022, and as member of Global Advisory Board of Mitsubishi UFJ Financial Group, Inc. since October 2021. I have served as a member of the Advisory Board of Baton Systems, Inc. since June 2021, and chief regulatory adviser for Suade Labs since April 2021. I have been member of the board of directors of the Toronto Leadership Centre since November 2019 and technical advisor of the International Monetary Fund since July 2019. I served as chairman of the IFRS Advisory Council from 2020 to 2025 and as senior advisor, global

financial services of KPMG from 2022 to 2024. I served as secretary general of the Basel Committee on Banking Supervision from 2014 to 2019, deputy secretary general of the Basel Committee on Banking Supervision from 2007 to 2014, and supported BIS Financial Stability Institute from 2003 to 2006. Prior to joining the Basel Committee on Banking Supervision Secretariat in 1999, I consecutively worked with the US Office of Comptroller of the Currency and the US Board of Governors of the Federal Reserve System. I am currently a member of the Bretton Woods Committee and was a member of the Financial Stability Board and several of its standing committees. I obtained my Bachelor of Science Degree from Manhattan College in 1984 and my Master of Business Administration Degree from Fordham University in 1991.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, CCB convened three Shareholders’ Meetings, as well as one A-share Class Meeting and one H-share Class Meeting: The Annual Shareholders’ Meeting of 2024 on 27 June 2025, the First Extraordinary Shareholders’ Meeting of 2025, the First A-share Class Meeting of 2025 and the First H-share Class Meeting of 2025 on 22 April 2025, and the Second Extraordinary Shareholders’ Meeting of 2025 on 27 November 2025. Throughout the year, CCB convened 12 meetings of the Board of Directors, where the attendees discussed 116 proposals, reviewed one proposal, and referred to 41 proposals; and CCB convened 36 meetings of special committees of the Board of Directors, where the attendees discussed and reviewed 240 proposals.

In 2025, I attended the Shareholders’ Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders’ Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders’ Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
William Coen	3/3	1/1	1/1	12/12	0/12

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
	William Coen	-	-	7/7	0/7	6/6	0/6	-	-	6/6

Notes:

- (1) “Attendances in person” refers to attending meetings in person or on telephone or by video conference.
- (2) During the reporting period, independent directors who did not attend the meetings of the Board of Directors and its special committees in person appointed other independent directors to attend the meetings and exercise voting rights on their behalf.

ii. Directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, especially minority shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and regulatory requirements and work needs, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization. During an on-site research visit to Guangdong Branch, I gained an in-depth understanding of the Branch’s progress in serving national strategies, implementing the “Five Priorities” of finance, namely technology finance, green finance, inclusive finance, pension finance and digital finance, innovating financial services, and advancing high-quality development.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors, under

which the Audit Committee of the Board of Directors will assume the duties of the Board of Supervisors in accordance with laws. I supported CCB's targeted offering of A shares to the Ministry of Finance. I paid great attention to compliant, steady development of overseas business. I paid survey visits to overseas institutions such as London Branch and Luxembourg Branch of CCB and instructed overseas institutions to implement regulatory requirements and improve risk control and compliance management capacity. I closely monitored the FinTech business developments and visited the Daoxianghu Production Park on a survey tour, thoroughly examining the progress of the FinTech project. I aimed to gain insights into cutting-edge technologies and provide strong support for the Board of Directors in formulating more forward-looking strategic plans

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, and actively monitored the potential impact of tariff policies on relevant industries. I advanced the improvement of the Group's integrated information security protection mechanism, in order to effectively ensure the stable operation of CCB's network and information systems.

Fourth, aligning Chinese characteristics with international trends and promoting sustainable development across the board. I continued to strengthen the overall planning and guidance for ESG work, regularly listened to the implementation progress of the *Environmental, Social and Governance Work Plan (2023-2025)*, and guided the Management to initiate the formulation of the new ESG plan in a timely manner. ESG information disclosure and external communication were continuously strengthened, with a range of measures taken to consolidate ESG practices. I urged the Management to effectively strengthen the protection of financial consumers' rights and interests and regularly review reports on consumer protection.

III. KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

As the Chairman of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, in 2025, I attached great importance to and continuously promoted management of related party transactions, ensuring compliance of all related party transactions. I earnestly fulfilled my duties of supervising related party transactions. During the reporting period, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

In 2025, I agreed to the election of directors and the appointment of senior management members of CCB in 2025.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods. On the basis of performing the statutory disclosure obligation in a legal and compliant manner, I guided CCB to improve the disclosure quality and effectiveness of periodic reports, vividly showcasing CCB's good practices and achievements in upholding the long-term development philosophy, serving the real economy, and promoting high-quality development of substance.

vii. Other matters of particular concern

During the reporting period, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of

material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

viii. Operation of the Board of Directors and its special committees

With a view to the current and mid- and long-term sustainable development of CCB, I, by expertise and abundant experience in respective areas, offered opinions and suggestions and effectively implemented the resolutions of the Board of Directors. I also pushed forward the strategic development of CCB, upheld the legitimate rights and interests of stakeholders of CCB including its shareholders, financial consumers and employees, and continued to refine its systems and mechanisms for corporate governance and ensure the orderly operation of corporate governance.

In 2025, the Board of Directors made rational and prudent decisions in accordance with laws, regulations, regulatory provisions, the Articles of Association of CCB, and the authorization of the Shareholders' Meeting. The topics it reviewed cover various areas including revisions of important policies and regulations, the annual and interim profit distribution plans, issuance of capital instruments and bonds, the annual business plan and the fixed asset investment budget, periodic financial reports, nomination of directors and appointment of senior management members, etc.

The **Audit Committee** convened seven official meetings in total, two pre-communication meetings for annual and interim financial reports, and two private communication meetings with the external auditors. The Committee improved the governance and disclosure quality of accounting information, including overseeing and reviewing regular financial reports, promoting the improvement of operating results analysis and reporting, guiding the responses to the impact of the external operating environment changes, strengthening the management of fair value valuation of financial instruments, facilitating the sound operation of overseas institutions and subsidiaries and promoting the healthy development of asset management business. The Committee implemented the reform of the Board of Supervisors and ensured the effectiveness of corporate governance reform, including studying the assumption of responsibilities of the Board of Supervisors, adding one Vice Chair of the Committee, and conducting oversight and evaluation of duty performance. The Committee oversaw and guided external audit to advance and strengthen the utilization of external audit findings. The Committee supervised and assessed internal audit and strengthened the role of internal audits as the third line of defense, including promoting external assessment of internal audit quality, findings and remediation. The Committee improved the soundness and effectiveness of the internal control system, including guiding internal control assessment, focusing on identifying internal control deficiencies and remediation and promoting the implementation of new regulations.

The **Risk Management Committee** convened six meetings in total. The Committee kept a close eye on the global political and economic situation, responded to external risks and challenges in an active and prudent manner. It continuously tracked macro-policies and their impacts, and conducted in-depth research on risk management and control in key areas such as inclusive retail, real estate, and local government debts. The Committee promoted the improvement of the quality and efficiency of comprehensive risk management, including strengthening forward-looking assessment, guiding the re-examination and optimization of risk appetite, strengthening the execution and transmission of risk appetite, improving important risk management policies and solidifying the foundation of risk management. The Committee deeply

advanced risk control in key fields, including advancing the forward-looking control of credit risk, supervising the implementation and management of the Expected Credit Loss (ECL) approach, strengthening IT and cybersecurity risk management and guiding climate-related risk management. The Committee actively implemented the regulatory requirements for global systemically important banks (G-SIB), including advancing compliance with systemically important bank requirements in a well-ordered manner, guiding the update and refinement of the Recovery and Resolution Plans and improving the quality and effectiveness of risk data aggregation and risk reporting. The Committee strengthened the Group's compliance management, including improving compliance management systems and mechanisms, focusing on enhancing the quality and effectiveness of compliance management, attaching great importance to AML and sanctions compliance management, and promoting the remediation of problems identified in regulatory inspections and audits. The Committee continuously improved group consolidated management and look-through management, including improving subsidiary operation and management systems, complying with governance requirements for affiliated institutions and enhancing risk management and control of subsidiaries. The Committee enhanced risk and compliance management of overseas institutions, including strengthening comprehensive risk management of overseas institutions, guiding overseas institutions to strengthen regulatory compliance and fulfilling the responsibilities of the US Risk Management Committee.

The **Related Party Transaction, Social Responsibility and Consumer Protection Committee** held a total of six meetings. As the Chairman of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, under my leadership, the Committee continued to strengthen the management of related party transactions, consolidate the management foundation of related party transactions, strengthen the internal audit oversight of related party transactions, and fulfill its role as the third line of defense. It promoted the implementation of the new regulatory requirements for related party transactions, improved governance procedures to meet regulatory requirements, focused on the compliance and fairness of related party transactions, and prevented potential compliance risks in a proactive manner. The Committee oversaw and assessed the quality and efficiency of corporate social responsibility (CSR) performance and comprehensively promoted sustainable development, including overseeing the implementation of charitable donation plans with a focus on improving people's well-being, as well as guiding the preparation of the sustainability report and improving the quality and efficiency of information disclosure. The Committee oversaw and guided the advancement of the green finance strategy, providing strong financial support for the comprehensive green transition of the economy and society. The Committee adhered to the people-centered approach and comprehensively promoted and improved the consumer protection system, including improving the top-level design of the consumer protection system, strengthening the planning and guidance for consumer protection, tracking regulator-referred complaints and assessment results and supervising the rectification of regulator-identified issues, as well as attaching great importance to the application of consumer protection audit results and improving the operational compliance and suitability management through audit supervision. The Committee steadily promoted ESG work and enhanced sustainability capabilities, including tracking the progress of ESG work plans and continuously consolidating the sustainability foundation.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

In 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

In 2026, I will continue to maintain my independence in accordance with regulatory orientation and requirements, make full use of my professional strengths to further enhance my ability to perform my duties, and make greater contributions to enhancing the scientific, sound and effective corporate governance of CCB.

William Coen

CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
LEUNG KAM CHUNG, ANTONY FOR 2025

In 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., Leung Kam Chung, Antony, Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “**CCB**”) attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed his duties, gave full play to his role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on his fulfillment of duties in 2025:

I. BASIC INFORMATION

As at 31 December 2025, CCB had five independent directors accounting for more than one third of the members of the Board of Directors, which complies with relevant laws, regulations, regulatory provisions, and the Articles of Association of CCB. Independent directors of CCB come from the Mainland, Hong Kong SAR and Macao SAR of China, the US, the UK, and other countries or regions. They are experts in financial regulation, finance and tax, bank administration, external audit, and accounting. The chairmen of four special committees under the Board of Directors of CCB, i.e. the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee are all independent directors. The Board of Directors of CCB has received from each independent director the self-assessment documents on independence signed according to the *Management Measures for Independent Directors of Listed Companies* and the *Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 – Standard Operations*.

Upon assessment, it has been determined that the independent directors do not hold any other position in CCB other than that of a director, and there are no direct or indirect interests between them and CCB and its major shareholders and actual controllers. There are neither other relationships that might affect their ability to make independent and objective judgments, nor the circumstances that would disqualify them from serving as independent directors as stipulated in the relevant laws, regulations, and regulatory policies. They meet the relevant requirements for the independence of independent directors.

I have served as Independent Non-executive Director of CCB since October 2021. I previously served as Financial Secretary of the Hong Kong SAR, and am chairman of Nan Fung Group in Hong Kong, chairman and co-founder of New Frontier Group, and served as chairman & co-founder of Solomon Learning. In addition, I am chairman of two charity organizations, namely, Heifer Hong Kong and Food Angel. I had extensive experience in financial services, including chairman of Greater China Region of Blackstone Group, chairman of Asia for JP Morgan Chase and head of Private Banking for Asia, Investment Banking, Treasury Department and Greater China Region of Citi. I had also served as Independent Non-

executive Director of China Merchants Bank, Industrial and Commercial Bank of China, China Mobile (Hong Kong) Limited and American International Assurance (Hong Kong) Limited, international advisor of China Development Bank, chief executive officer of Nan Fung Group in Hong Kong and chairman of Hong Kong Association of Harvard Business School. Other public services that I had engaged in included non-official member of the Executive Council of the Hong Kong SAR, chairman of the Education Commission, chairman of the University Grants Committee, member of the Exchange Fund Advisory Committee, director of Hong Kong Airport Authority and director of Hong Kong Futures Exchange, member of the Preparatory Committee for the Hong Kong Special Administrative Region, member of the First Government Election Committee of the Hong Kong Special Administrative Region and Hong Kong Affairs Advisors. I graduated from the University of Hong Kong in 1973 and attended Harvard Business School's Program for Management Development and Advanced Management Program. I was conferred an honorary doctor degree of Law by the Hong Kong University of Science and Technology in 1998.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, CCB convened three Shareholders' Meetings, as well as one A-share Class Meeting and one H-share Class Meeting: The Annual Shareholders' Meeting of 2024 on 27 June 2025, the First Extraordinary Shareholders' Meeting of 2025, the First A-share Class Meeting of 2025 and the First H-share Class Meeting of 2025 on 22 April 2025, and the Second Extraordinary Shareholders' Meeting of 2025 on 27 November 2025. Throughout the year, CCB convened 12 meetings of the Board of Directors, where the attendees discussed 116 proposals, reviewed one proposal, and referred to 41 proposals; and CCB convened 36 meetings of special committees of the Board of Directors, where the attendees discussed and reviewed 240 proposals.

In 2025, I attended the Shareholders' Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders' Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders' Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Leung Kam Chung, Antony	3/3	1/1	1/1	12/12	0/12

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
Leung Kam Chung, Antony	7/7	0/7	-	-	6/6	0/6	10/10	0/10	-	-

Notes:

- (1) “Attendances in person” refers to attending meetings in person or on telephone or by video conference.
- (2) During the reporting period, independent directors who did not attend the meetings of the Board of Directors and its special committees in person appointed other independent directors to attend the meetings and exercise voting rights on their behalf.

ii. Directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and regulatory requirements and work needs, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors, under which the Audit Committee of the Board of Directors will assume the duties of the Board of Supervisors in accordance with laws. I supported CCB’s targeted offering of A shares to the Ministry of Finance.

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, advanced intensive risk management of inclusive retail banking, and actively monitored the potential impact of tariff policies on relevant industries. I advanced the forward-looking analysis and stress tests on the impact of extreme stress scenarios and corresponding solutions and promoted the improvement of the Group's integrated information security protection mechanism, in order to effectively ensure the stable operation of CCB's network and information systems.

III. KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

In 2025, independent directors of CCB attached great importance to and continuously promoted management of related party transactions, ensuring compliance of all related party transactions. We earnestly fulfilled our duties of supervising related party transactions. During the reporting period, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

As the Chairman of the Nomination and Remuneration Committee, in 2025, I paid close attention to changes in members of the Board of Directors and the senior management and ensured timely nomination of directors and selection of independent non-executive directors. Meanwhile, I advanced appointment of senior management members in an orderly manner. I agreed to the election of directors and the appointment of senior management members of CCB in 2025.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods, showcasing CCB's good practices and achievements in upholding the long-term development philosophy, serving the real economy, and promoting high-quality development of substance.

vii. Other matters of particular concern

During the reporting period, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

viii. Operation of the Board of Directors and its special committees

With a view to the current and mid- and long-term sustainable development of CCB, I, by expertise and abundant experience in respective areas, offered opinions and suggestions and effectively implemented the resolutions of the Board of Directors. I also pushed forward the strategic development of CCB, upheld

the legitimate rights and interests of stakeholders of CCB including its shareholders, financial consumers and employees, and continued to refine its systems and mechanisms for corporate governance and ensure the orderly operation of corporate governance.

In 2025, the Board of Directors made rational and prudent decisions in accordance with laws, regulations, regulatory provisions, the Articles of Association of CCB, and the authorization of the Shareholders' Meeting. The topics it reviewed cover various areas including revisions of important policies and regulations, the annual and interim profit distribution plans, issuance of capital instruments and bonds, the annual business plan and the fixed asset investment budget, periodic financial reports, nomination of directors and appointment of senior management members, etc.

In 2025, the **Strategy Development Committee** convened seven meetings in total. In a complex and severe economic landscape, guided by the development goals and key tasks set forth in the 14th Five-Year Plan, the Committee actively explored development paths and strategic measures in a low-interest-rate environment. The Committee integrated the enhancement of the "Three Capabilities" into CCB's reform and development, improved the quality and effectiveness of serving the real economy, firmly fulfilled the "Five Priorities" of finance including technology finance and effectively strengthened quality financial services for major strategies, key areas, and weak links. The Committee strengthened forward-looking capital planning and management to ensure that the Group's capital level fully covers various major risks and maintains a sufficient capital buffer. CCB earnestly performed its corporate social responsibilities as a major state-owned bank, scientifically coordinated the annual work on external donations, and promoted both social benefits and economic returns.

The **Risk Management Committee** convened six meetings in total. As the Chairman of the Risk Management Committee, under my leadership, the Committee kept a close eye on the global political and economic situation, responded to external risks and challenges in an active and prudent manner. It continuously tracked macro-policies and their impacts, and conducted in-depth research on risk management and control in key areas such as inclusive retail, real estate, and local government debts. The Committee promoted the improvement of the quality and efficiency of comprehensive risk management, including strengthening forward-looking assessment, guiding the re-examination and optimization of risk appetite, strengthening the execution and transmission of risk appetite, improving important risk management policies and solidifying the foundation of risk management. The Committee deeply advanced risk control in key fields, including advancing the forward-looking control of credit risk, supervising the implementation and management of the Expected Credit Loss (ECL) approach, strengthening IT and cybersecurity risk management and guiding climate-related risk management. The Committee actively implemented the regulatory requirements for global systemically important banks (G-SIB), including advancing compliance with systemically important bank requirements in a well-ordered manner, guiding the update and refinement of the Recovery and Resolution Plans and improving the quality and effectiveness of risk data aggregation and risk reporting. The Committee strengthened the Group's compliance management, including improving compliance management systems and mechanisms, focusing on enhancing the quality and effectiveness of compliance management, attaching great importance to AML and sanctions compliance management, and promoting the remediation of problems identified in regulatory inspections and audits. The Committee continuously improved group consolidated management and look-through management, including improving subsidiary operation and management systems, complying with governance requirements for affiliated institutions and enhancing risk management and control of subsidiaries. The Committee enhanced risk and

compliance management of overseas institutions, including strengthening comprehensive risk management of overseas institutions, guiding overseas institutions to strengthen regulatory compliance and fulfilling the responsibilities of the US Risk Management Committee.

The **Nomination and Remuneration Committee** convened ten meetings in total. As the Chairman of the Nomination and Remuneration Committee, under my leadership, the Committee nominated directors in compliance with laws and regulations to further diversify the Board of Directors, including successfully completing the nomination of non-executive directors, steadily advancing the nomination of a director from Great Wall Asset Management, conducting the re-election and re-appointment of directors and optimizing the composition of the Board of Directors' special committees. The Committee appointed senior management members in an orderly manner to strengthen the management team, including appointing the head of the internal audit department in a standardized manner. The Committee continuously refined performance evaluation and remuneration distribution to optimize incentive and restraint mechanisms, including providing guidance on improving the performance evaluation system, promoting the optimization of the remuneration distribution mechanism, supervising the implementation of performance-based remuneration withdrawal arrangements and improving the employee remuneration distribution structure. The Committee guided and strengthened the development of a professional talent team to consolidate the talent base, and provided guidance on building a digital employee training system. The Committee pressed ahead with the evaluation of Board members to enhance directors' performance of duties, including continuously improving the performance evaluation of Board members and conducting in-depth research and training.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

In 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

In 2026, I will continue to maintain my independence in accordance with regulatory orientation and requirements, make full use of my professional strengths to further enhance my ability to perform my duties, and make greater contributions to enhancing the scientific, sound and effective corporate governance of CCB.

Leung Kam Chung, Antony

**CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
LORD SASSOON FOR 2025**

In 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., Lord Sassoon, Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “**CCB**”) attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed his duties, gave full play to his role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on his fulfillment of duties in 2025:

I. BASIC INFORMATION

As at 31 December 2025, CCB had five independent directors accounting for more than one third of the members of the Board of Directors, which complies with relevant laws, regulations, regulatory provisions, and the Articles of Association of CCB. Independent directors of CCB come from the Mainland, Hong Kong SAR and Macao SAR of China, the US, the UK, and other countries or regions. They are experts in financial regulation, finance and tax, bank administration, external audit, and accounting. The chairmen of four special committees under the Board of Directors of CCB, i.e. the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee are all independent directors. The Board of Directors of CCB has received from each independent director the self-assessment documents on independence signed according to the *Management Measures for Independent Directors of Listed Companies* and the *Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 – Standard Operations*.

Upon assessment, it has been determined that the independent directors do not hold any other position in CCB other than that of a director, and there are no direct or indirect interests between them and CCB and its major shareholders and actual controllers. There are neither other relationships that might affect their ability to make independent and objective judgments, nor the circumstances that would disqualify them from serving as independent directors as stipulated in the relevant laws, regulations, and regulatory policies. They meet the relevant requirements for the independence of independent directors.

I have served as Independent Non-executive Director of CCB since October 2023. I am a member of the International Advisory Council of the China Investment Corporation (CIC), president of the China-Britain Business Council (CBBC), chairman of The Sir John Soane’s Museum, a trustee emeritus of the British Museum (served as trustee and deputy chairman from 2013 to 2021), independent non-executive director of Barco NV, Arbuthnot Banking Group PLC, and Arbuthnot Latham & Co., Limited, and Chair of the Board of Trustees of the Pilgrim Trust. I formerly served as a member of the Global Advisory Board of Mitsubishi UFJ Financial Group from 2013 to 2021, and a director of Jardine Matheson Holdings Limited

and other Jardine group companies from 2013 to 2020. I was chairman of CBBC from 2013 to 2019, and president of the EU- China Business Association from 2013 to 2017. I was commercial secretary to the Treasury from 2010 to 2013 and chaired the Financial Action Task Force from 2007 to 2008. I served as a managing director in HM Treasury from 2002 to 2006 with responsibility for Financial Services and Enterprise Policy. During my career, I have had a consistent focus on business relating to Asia, and have participated in the UK-China Economic and Financial Dialogue since 2002. I joined S.G. Warburg (later UBS Warburg) in 1985, becoming a managing director in 1995. I began my career at KPMG in 1977, qualifying as an associate of the Institute of Chartered Accountants in England and Wales. I joined the House of Lords in 2010. I was educated at the University of Oxford, where I read philosophy, politics and economics, and obtained my Master of Arts Degree in 1977.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, CCB convened three Shareholders’ Meetings, as well as one A-share Class Meeting and one H-share Class Meeting: The Annual Shareholders’ Meeting of 2024 on 27 June 2025, the First Extraordinary Shareholders’ Meeting of 2025, the First A-share Class Meeting of 2025 and the First H-share Class Meeting of 2025 on 22 April 2025, and the Second Extraordinary Shareholders’ Meeting of 2025 on 27 November 2025. Throughout the year, CCB convened 12 meetings of the Board of Directors, where the attendees discussed 116 proposals, reviewed one proposal, and referred to 41 proposals; and CCB convened 36 meetings of special committees of the Board of Directors, where the attendees discussed and reviewed 240 proposals.

In 2025, I attended the Shareholders’ Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders’ Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders’ Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Lord Sassoon	3/3	1/1	1/1	10/12	2/12

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
	Lord Sassoon	6/7	1/7	7/7	0/7	-	-	10/10	0/10	-

Notes:

- (1) “Attendances in person” refers to attending meetings in person or on telephone or by video conference.
- (2) During the reporting period, independent directors who did not attend the meetings of the Board of Directors and its special committees in person appointed other independent directors to attend the meetings and exercise voting rights on their behalf.

ii. Directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and regulatory requirements and work needs, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization. During an on-site research visit to Guangdong Branch, I gained an in-depth understanding of the Branch’s progress in serving national strategies, implementing the “Five Priorities” of finance, namely technology finance, green finance, inclusive finance, pension finance and digital finance, innovating financial services, and advancing high-quality development.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors, under

which the Audit Committee of the Board of Directors will assume the duties of the Board of Supervisors in accordance with laws. I supported CCB's targeted offering of A shares to the Ministry of Finance. I paid great attention to compliant, steady development of overseas business. I paid survey visits to overseas institutions such as London Branch and Luxembourg Branch of CCB and instructed overseas institutions to implement regulatory requirements and improve risk control and compliance management capacity. I closely monitored the FinTech business developments and visited the Daoxianghu Production Park on a survey tour, thoroughly examining the progress of the FinTech project. I aimed to gain insights into cutting-edge technologies and provide strong support for the Board of Directors in formulating more forward-looking strategic plans

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, actively monitored the potential impact of tariff policies on relevant industries, and conducted the forward-looking analysis and stress tests on the impact of extreme stress scenarios and corresponding solutions.

III. KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

In 2025, independent directors of CCB attached great importance to and continuously promoted management of related party transactions, ensuring compliance of all related party transactions. We earnestly fulfilled our duties of supervising related party transactions. During the reporting period, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-

approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

As a member of the Nomination and Remuneration Committee, in 2025, I paid close attention to changes in members of the Board of Directors and the senior management and ensured timely nomination of directors and selection of independent directors. Meanwhile, I advanced appointment of senior management members in an orderly manner. I agreed to the election of directors and the appointment of senior management members of CCB in 2025.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods.

vii. Other matters of particular concern

During the reporting period, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

viii. Operation of the Board of Directors and its special committees

With a view to the current and mid- and long-term sustainable development of CCB, I, by expertise and abundant experience in respective areas, offered opinions and suggestions and effectively implemented the resolutions of the Board of Directors. I also pushed forward the strategic development of CCB, upheld the legitimate rights and interests of stakeholders of CCB including its shareholders, financial consumers and employees, and continued to refine its systems and mechanisms for corporate governance and ensure the orderly operation of corporate governance.

In 2025, the Board of Directors made rational and prudent decisions in accordance with laws, regulations, regulatory provisions, the Articles of Association of CCB, and the authorization of the Shareholders' Meeting. The topics it reviewed cover various areas including revisions of important policies and regulations, the annual and interim profit distribution plans, issuance of capital instruments and bonds, the annual business plan and the fixed asset investment budget, periodic financial reports, nomination of directors and appointment of senior management members, etc.

In 2025, the **Strategy Development Committee** convened seven meetings in total. In a complex and severe economic landscape, guided by the development goals and key tasks set forth in the 14th Five-Year Plan, the Committee actively explored development paths and strategic measures in a low-interest-rate environment. The Committee integrated the enhancement of the "Three Capabilities" into CCB's reform and development, improved the quality and effectiveness of serving the real economy, firmly fulfilled the "Five Priorities" of finance including technology finance and effectively strengthened quality financial services for major strategies, key areas, and weak links. The Committee strengthened forward-looking capital planning and management to ensure that the Group's capital level fully covers various major risks and maintains a sufficient capital buffer. CCB earnestly performed its corporate social responsibilities as a major state-owned bank, scientifically coordinated the annual work on external donations, and promoted both social benefits and economic returns.

The **Audit Committee** convened seven official meetings in total, two pre-communication meetings for annual and interim financial reports, and two private communication meetings with the external auditors. The Committee improved the governance and disclosure quality of accounting information, including overseeing and reviewing regular financial reports, promoting the improvement of operating results analysis and reporting, guiding the responses to the impact of the external operating environment changes, strengthening the management of fair value valuation of financial instruments, facilitating the sound operation of overseas institutions and subsidiaries and promoting the healthy development of asset management business. The Committee implemented the reform of the Board of Supervisors and ensured the effectiveness of corporate governance reform, including studying the assumption of responsibilities of the Board of Supervisors, adding one Vice Chair of the Committee, and conducting oversight and evaluation of duty performance. The Committee oversaw and guided external audit to advance and strengthen the utilization of external audit findings. The Committee supervised and assessed internal audit and strengthened the role of internal audits as the third line of defense, including promoting external assessment of internal audit quality, findings and remediation. The Committee improved the soundness and effectiveness of the internal control system, including guiding internal control assessment, focusing on identifying internal control deficiencies and remediation and promoting the implementation of new regulations.

The **Nomination and Remuneration Committee** convened ten meetings in total. The Committee nominated directors in compliance with laws and regulations to further diversify the Board of Directors, including successfully completing the nomination of non-executive directors, steadily advancing the nomination of a director from Great Wall Asset Management, conducting the re-election and re-appointment of directors and optimizing the composition of the Board of Directors' special committees. The Committee appointed senior management members in an orderly manner to strengthen the management team, including appointing the head of the internal audit department in a standardized manner. The Committee continuously refined performance evaluation and remuneration distribution to optimize incentive and restraint mechanisms, including providing guidance on improving the performance evaluation system, promoting the optimization of the remuneration distribution mechanism, supervising the implementation of performance-based remuneration withdrawal arrangements and improving the employee remuneration distribution structure. The Committee guided and strengthened the development of a professional talent team to consolidate the talent base, and provided guidance on building a digital employee training system. The Committee pressed ahead with the evaluation of Board members to enhance Directors' performance of duties, including continuously improving the performance evaluation of Board members and conducting in-depth research and training.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

In 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

In 2026, I will continue to maintain my independence in accordance with regulatory orientation and requirements, make full use of my professional strengths to further enhance my ability to perform my duties, and make greater contributions to enhancing the scientific, sound and effective corporate governance of CCB.

Lord Sassoon

CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
LIN ZHIJUN FOR 2025

In 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., Lin Zhijun, Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “**CCB**”) attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed his duties, gave full play to his role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on his fulfillment of duties in 2025:

I. BASIC INFORMATION

As at 31 December 2025, CCB had five independent directors accounting for more than one third of the members of the Board of Directors, which complies with relevant laws, regulations, regulatory provisions, and the Articles of Association of CCB. Independent directors of CCB come from the Mainland, Hong Kong SAR and Macao SAR of China, the US, the UK, and other countries or regions. They are experts in financial regulation, finance and tax, bank administration, external audit, and accounting. The chairmen of four special committees under the Board of Directors of CCB, i.e. the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee are all independent directors. The Board of Directors of CCB has received from each independent director the self-assessment documents on independence signed according to the *Management Measures for Independent Directors of Listed Companies* and the *Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 – Standard Operations*.

Upon assessment, it has been determined that the independent directors do not hold any other position in CCB other than that of a director, and there are no direct or indirect interests between them and CCB and its major shareholders and actual controllers. There are neither other relationships that might affect their ability to make independent and objective judgments, nor the circumstances that would disqualify them from serving as independent directors as stipulated in the relevant laws, regulations, and regulatory policies. They meet the relevant requirements for the independence of independent directors.

I have served as Independent Non-executive Director of CCB since September 2024. I am the Senior Advisor, Professor and PhD Supervisor of the Macau University of Science and Technology, Independent Non-executive Director of China Everbright Limited and BOCOM International Holdings Company Limited. Previously, I was an Independent Non-executive Director of Sinotruk (Hong Kong) Limited, Dali Foods Group Company Limited, South Manganese Investment Limited (formerly “**CITIC Dameng Holdings Limited**”) and SpringLand International Limited. I was Vice President and Dean of the School of Business of the Macau University of Science and Technology, Professor and Head of the Department of Accountancy

and Law at Hong Kong Baptist University, Visiting Professor at the University of Hong Kong, Associate Professor at the Faculty of Management at the University of Lethbridge, Canada, and Associate Professor at the School of Economics, Xiamen University. I worked at the Toronto office of an international accounting firm (now known as “**Deloitte**”). I am a member of the American Institute of Certified Public Accountants, the Chinese Institute of Certified Public Accountants, Chartered Global Management Accountants and the Australian Institute of Certified Management Accountants. I hold a Master’s degree in Economics from Xiamen University, a Master of Commercial Science in Business Administration from University of Saskatchewan in Canada and a PhD degree in Economics (Accounting) from Xiamen University

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, CCB convened three Shareholders’ Meetings, as well as one A-share Class Meeting and one H-share Class Meeting: The Annual Shareholders’ Meeting of 2024 on 27 June 2025, the First Extraordinary Shareholders’ Meeting of 2025, the First A-share Class Meeting of 2025 and the First H-share Class Meeting of 2025 on 22 April 2025, and the Second Extraordinary Shareholders’ Meeting of 2025 on 27 November 2025. Throughout the year, CCB convened 12 meetings of the Board of Directors, where the attendees discussed 116 proposals, reviewed one proposal, and referred to 41 proposals; and CCB convened 36 meetings of special committees of the Board of Directors, where the attendees discussed and reviewed 240 proposals.

In 2025, I attended the Shareholders’ Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders’ Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders’ Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Lin Zhijun	3/3	1/1	1/1	12/12	0/12

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
	Lin Zhijun	-	-	7/7	0/7	6/6	0/6	-	-	6/6

Notes:

- (1) “Attendances in person” refers to attending meetings in person or on telephone or by video conference.
- (2) During the reporting period, independent directors who did not attend the meetings of the Board of Directors and its special committees in person appointed other independent directors to attend the meetings and exercise voting rights on their behalf.

ii. Directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and regulatory requirements and work needs, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors, under which the Audit Committee of the Board of Directors will assume the duties of the Board of Supervisors in accordance with laws. I supported CCB’s targeted offering of A shares to the Ministry of Finance. I closely monitored the FinTech business developments and visited the Daoxianghu Production Park on a survey tour,

thoroughly examining the progress of the FinTech project. I aimed to gain insights into cutting-edge technologies and provide strong support for the Board of Directors in formulating more forward-looking strategic plans.

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, advanced intensive risk management of inclusive retail banking, and actively monitored the potential impact of tariff policies on relevant industries. I advanced the forward-looking analysis and stress tests on the impact of extreme stress scenarios and corresponding solutions and promoted the improvement of the Group's integrated information security protection mechanism, in order to effectively ensure the stable operation of CCB's network and information systems.

Fourth, aligning Chinese characteristics with international trends and promoting sustainable development across the board. I continued to strengthen the overall planning and guidance for ESG work, regularly listened to the implementation progress of the *Environmental, Social and Governance Work Plan (2023-2025)*, and guided the Management to initiate the formulation of the new ESG plan in a timely manner. ESG information disclosure and external communication were continuously strengthened, with a range of measures taken to consolidate ESG practices. I urged the Management to effectively strengthen the protection of financial consumers' rights and interests and regularly review reports on consumer protection.

III. KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

As a member of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, in 2025, I attached great importance to and continuously promoted management of related party transactions. I earnestly fulfilled my duties of supervising related party transactions. During the reporting period, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

In 2025, I paid close attention to changes in members of the Board of Directors and the senior management and agreed to the election of Directors and the appointment of senior management members of CCB in 2025.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods.

vii. Other matters of particular concern

During the reporting period, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

viii. Operation of the Board of Directors and its special committees

With a view to the current and mid- and long-term sustainable development of CCB, I, by expertise and abundant experience in respective areas, offered opinions and suggestions and effectively implemented the resolutions of the Board of Directors. I also pushed forward the strategic development of CCB, upheld the legitimate rights and interests of stakeholders of CCB including its shareholders, financial consumers and employees, and continued to refine its systems and mechanisms for corporate governance and ensure the orderly operation of corporate governance.

In 2025, the Board of Directors made rational and prudent decisions in accordance with laws, regulations, regulatory provisions, the Articles of Association of CCB, and the authorization of the Shareholders' Meeting. The topics it reviewed cover various areas including revisions of important policies and regulations, the annual and interim profit distribution plans, issuance of capital instruments and bonds, the annual business plan and the fixed asset investment budget, periodic financial reports, nomination of directors and appointment of senior management members, etc.

In 2025, the **Audit Committee** convened seven official meetings in total, two pre-communication meetings for annual and interim financial reports, and two private communication meetings with the external auditors. The Committee improved the governance and disclosure quality of accounting information, including overseeing and reviewing regular financial reports, promoting the improvement of operating results analysis and reporting, guiding the responses to the impact of the external operating environment changes, strengthening the management of fair value valuation of financial instruments, facilitating the sound operation of overseas institutions and subsidiaries and promoting the healthy development of asset management business. The Committee implemented the reform of the Board of Supervisors and ensured the effectiveness of corporate governance reform, including studying the assumption of responsibilities of the Board of Supervisors, adding one Vice Chair of the Committee, and conducting oversight and evaluation of duty performance. The Committee oversaw and guided external audit to advance and strengthen the utilization of external audit findings. The Committee supervised and assessed internal audit and strengthened the role of internal audits as the third line of defense, including promoting external assessment of internal audit quality, findings and remediation. The Committee improved the soundness and effectiveness of the internal control system, including guiding internal control assessment, focusing on identifying internal control deficiencies and remediation and promoting the implementation of new regulations.

The **Risk Management Committee** convened six meetings in total. The Committee kept a close eye on the global political and economic situation, responded to external risks and challenges in an active and prudent manner. It continuously tracked macro-policies and their impacts, and conducted in-depth research on risk management and control in key areas such as inclusive retail, real estate, and local government debts. The Committee promoted the improvement of the quality and efficiency of comprehensive risk management, including strengthening forward-looking assessment, guiding the re-examination and optimization of risk appetite, strengthening the execution and transmission of risk appetite, improving important risk management policies and solidifying the foundation of risk management. The Committee deeply advanced risk control in key fields, including advancing the forward-looking control of credit risk, supervising the implementation and management of the Expected Credit Loss (ECL) approach, strengthening IT and cybersecurity risk management and guiding climate-related risk management. The Committee actively implemented the regulatory requirements for global systemically important banks (G-SIB),

including advancing compliance with systemically important bank requirements in a well-ordered manner, guiding the update and refinement of the Recovery and Resolution Plans and improving the quality and effectiveness of risk data aggregation and risk reporting. The Committee strengthened the Group's compliance management, including improving compliance management systems and mechanisms, focusing on enhancing the quality and effectiveness of compliance management, attaching great importance to AML and sanctions compliance management, and promoting the remediation of problems identified in regulatory inspections and audits. The Committee continuously improved group consolidated management and look-through management, including improving subsidiary operation and management systems, complying with governance requirements for affiliated institutions and enhancing risk management and control of subsidiaries. The Committee enhanced risk and compliance management of overseas institutions, including strengthening comprehensive risk management of overseas institutions, guiding overseas institutions to strengthen regulatory compliance and fulfilling the responsibilities of the US Risk Management Committee.

The **Related Party Transaction, Social Responsibility and Consumer Protection Committee** held a total of six meetings. The Committee continued to strengthen the management of related party transactions, consolidate the management foundation of related party transactions, strengthen the internal audit oversight of related party transactions, and fulfill its role as the third line of defense. It promoted the implementation of the new regulatory requirements for related party transactions, improved governance procedures to meet regulatory requirements, focused on the compliance and fairness of related party transactions, and prevented potential compliance risks in a proactive manner. The Committee oversaw and assessed the quality and efficiency of corporate social responsibility (CSR) performance and comprehensively promoted sustainable development, including overseeing the implementation of charitable donation plans with a focus on improving people's well-being, as well as guiding the preparation of the sustainability report and improving the quality and efficiency of information disclosure. The Committee oversaw and guided the advancement of the green finance strategy, providing strong financial support for the comprehensive green transition of the economy and society. The Committee adhered to the people-centered approach and comprehensively promoted and improved the consumer protection system, including improving the top-level design of the consumer protection system, strengthening the planning and guidance for consumer protection, tracking regulator-referred complaints and assessment results and supervising the rectification of regulator-identified issues, as well as attaching great importance to the application of consumer protection audit results and improving the operational compliance and suitability management through audit supervision. The Committee steadily promoted ESG work and enhanced sustainability capabilities, including tracking the progress of ESG work plans and continuously consolidating the sustainability foundation.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

In 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

In 2026, I will continue to maintain my independence in accordance with regulatory orientation and requirements, make full use of my professional strengths to further enhance my ability to perform my duties, and make greater contributions to enhancing the scientific, sound and effective corporate governance of CCB.

Lin Zhijun

CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
ZHANG WEIGUO FOR 2025

In 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., Zhang Weiguo, Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “**CCB**”) attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed his duties, gave full play to his role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on his fulfillment of duties in 2025:

I. BASIC INFORMATION

As at 31 December 2025, CCB had five independent directors accounting for more than one third of the members of the Board of Directors, which complies with relevant laws, regulations, regulatory provisions, and the Articles of Association of CCB. Independent directors of CCB come from the Mainland, Hong Kong SAR and Macao SAR of China, the US, the UK, and other countries or regions. They are experts in financial regulation, finance and tax, bank administration, external audit, and accounting. The chairmen of four special committees under the Board of Directors of CCB, i.e. the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee and the Related Party Transaction, Social Responsibility and Consumer Protection Committee are all independent directors. The Board of Directors of CCB has received from each independent director the self-assessment documents on independence signed according to the *Management Measures for Independent Directors of Listed Companies* and the *Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 – Standard Operations*.

Upon assessment, it has been determined that the independent directors do not hold any other position in CCB other than that of a director, and there are no direct or indirect interests between them and CCB and its major shareholders and actual controllers. There are neither other relationships that might affect their ability to make independent and objective judgments, nor the circumstances that would disqualify them from serving as independent directors as stipulated in the relevant laws, regulations, and regulatory policies. They meet the relevant requirements for the independence of independent directors.

I have served as Independent Non-executive Director of CCB since June 2025. Currently, I am a Practice Professor at the Dishui Lake Advanced Finance Institute of Shanghai University of Finance and Economics, Chairman of the Accounting Professional Advisory Committee of the Shenzhen Stock Exchange, member of the Academic Committee of China Capital Market Society, advisor of the Postdoctoral Research Station of the CSRC, Consulting Expert for Sustainability Disclosure Standards of the MOF, and member of the Supervisory Board of the Capitals Coalition. I formerly served as independent non-executive director of Yonyou Network Technology Co., Ltd. from 2018 to 2024. I was a full-time member of the

International Accounting Standards Board from 2007 to 2017, during which I concurrently served as a member of the International Advisory Committee of the CSRC. From 1997 to 2007, I served as chief accountant and director general of the Department of Accounting and the Department of International Affairs at the CSRC, and member of CSRC's Stock Issuance and Listing Review Committee, Administrative Sanctions Committee and Administrative Reconsideration Committee. I was a lecturer, associate professor, professor, head of the accounting department, and doctoral advisor at Shanghai University of Finance and Economics from 1985 to 1997. I served as a member of the first standing committee in charge of accounting, auditing and disclosure at the International Organization of Securities Commissions, a member of the Accounting Standards Committee and the Auditing Standards Committee of the MOF, standing director of the Chinese Institute of Certified Public Accountants, and standing director of the China Appraisal Society. I was awarded Special Government Allowance by the State Council. I graduated with a PhD degree in Economics (accounting) from Shanghai University of Finance and Economics in 1990.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, CCB convened three Shareholders' Meetings, as well as one A-share Class Meeting and one H-share Class Meeting: The Annual Shareholders' Meeting of 2024 on 27 June 2025, the First Extraordinary Shareholders' Meeting of 2025, the First A-share Class Meeting of 2025 and the First H-share Class Meeting of 2025 on 22 April 2025, and the Second Extraordinary Shareholders' Meeting of 2025 on 27 November 2025. Throughout the year, CCB convened 12 meetings of the Board of Directors, where the attendees discussed 116 proposals, reviewed one proposal, and referred to 41 proposals; and CCB convened 36 meetings of special committees of the Board of Directors, where the attendees discussed and reviewed 240 proposals.

In 2025, independent directors of CCB attended the Shareholders' Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders' Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders' Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Zhang Weiguo	2/2	-	-	7/7	0/7

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
	Zhang Weiguo	-	-	4/4	0/4	2/3	1/3	5/6	1/6	3/3

Notes:

- (1) “Attendances in person” refers to attending meetings in person or on telephone or by video conference.
- (2) During the reporting period, independent directors who did not attend the meetings of the Board of Directors and its special committees in person appointed other independent directors to attend the meetings and exercise voting rights on their behalf.
- (3) I officially took office as Independent Non-executive Director of CCB on June 13, 2025.

ii. Directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and regulatory requirements and work needs, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. I assisted CCB in completing the review and revision of a series of documents including the terms of reference of the Committee of CCB. In accordance with laws, regulations, and regulatory provisions, I advanced that the Audit Committee of the Board of Directors will assume the duties of the Board of Supervisors. I closely monitored the FinTech business developments and

visited the Daoxianghu Production Park on a survey tour, thoroughly examining the progress of the FinTech project. I aimed to gain insights into cutting-edge technologies and provide strong support for the Board of Directors in formulating more forward-looking strategic plans.

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, pushed for refining real estate credit policies and risk control strategies, actively monitored the potential impact of tariff policies on relevant industries, and conducted the forward-looking analysis and stress tests on the impact of extreme stress scenarios and corresponding solutions.

Fourth, aligning Chinese characteristics with international trends and promoting sustainable development across the board. I continued to strengthen the overall planning and guidance for ESG work, regularly listened to the implementation progress of the *Environmental, Social and Governance Work Plan (2023-2025)*, and guided the Management to initiate the formulation of the new ESG plan in a timely manner. ESG information disclosure and external communication were continuously strengthened, with a range of measures taken to consolidate ESG practices.

III. KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

As a member of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, in 2025, I attached great importance to and continuously promoted management of related party transactions. I earnestly fulfilled my duties of supervising related party transactions. During the reporting period, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report reviewed and approved during my term.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, incumbent independent directors of CCB issued prior-approval opinions and independent opinions.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

In 2025, I paid close attention to changes in members of the Board of Directors and the senior management and agreed to the election of Directors and the appointment of senior management members of CCB in 2025.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods.

vii. Other matters of particular concern

During the reporting period, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

viii. Operation of the Board of Directors and its special committees

With a view to the current and mid- and long-term sustainable development of CCB, I, by expertise and abundant experience in respective areas, offered opinions and suggestions and effectively implemented the resolutions of the Board of Directors. I also pushed forward the strategic development of CCB, upheld the legitimate rights and interests of stakeholders of CCB including its shareholders, financial consumers and employees, and continued to refine its systems and mechanisms for corporate governance and ensure the orderly operation of corporate governance.

In 2025, the Board of Directors made rational and prudent decisions in accordance with laws, regulations, regulatory provisions, the Articles of Association of CCB, and the authorization of the Shareholders' Meeting. The topics it reviewed cover various areas including revisions of important policies and regulations, the annual and interim profit distribution plans, issuance of capital instruments and bonds, the annual business plan and the fixed asset investment budget, periodic financial reports, nomination of directors and appointment of senior management members, etc.

The **Audit Committee** convened seven official meetings in total, two pre-communication meetings for annual and interim financial reports, and two private communication meetings with the external auditors. As the Chairman of the Audit Committee, under my leadership, the Committee improved the governance and disclosure quality of accounting information, including overseeing and reviewing regular financial reports, promoting the improvement of operating results analysis and reporting, guiding the responses to the impact of the external operating environment changes, strengthening the management of fair value valuation of financial instruments, facilitating the sound operation of overseas institutions and subsidiaries and promoting the healthy development of asset management business. The Committee implemented the reform of the Board of Supervisors and ensured the effectiveness of corporate governance reform, including studying the assumption of responsibilities of the Board of Supervisors, adding one Vice Chair of the Committee, and conducting oversight and evaluation of duty performance. The Committee oversaw and guided external audit to advance and strengthen the utilization of external audit findings. The Committee supervised and assessed internal audit and strengthened the role of internal audits as the third line of defense, including promoting external assessment of internal audit quality, findings and remediation. The Committee improved the soundness and effectiveness of the internal control system, including guiding internal control assessment, focusing on identifying internal control deficiencies and remediation and promoting the implementation of new regulations.

The **Risk Management Committee** convened six meetings in total. The Committee kept a close eye on the global political and economic situation, responded to external risks and challenges in an active and prudent manner. It continuously tracked macro-policies and their impacts, and conducted in-depth research on risk management and control in key areas such as inclusive retail, real estate, and local government debts. The Committee promoted the improvement of the quality and efficiency of comprehensive risk management, including strengthening forward-looking assessment, guiding the re-examination and optimization of risk appetite, strengthening the execution and transmission of risk appetite, improving important risk management policies and solidifying the foundation of risk management. The Committee deeply advanced risk control in key fields, including advancing the forward-looking control of credit risk, supervising the implementation and management of the Expected Credit Loss (ECL) approach, strengthening IT and cybersecurity risk management and guiding climate-related risk management. The Committee actively implemented the regulatory requirements for global systemically important banks (G-SIB), including advancing compliance with systemically important bank requirements in a well-ordered manner, guiding the update and refinement of the Recovery and Resolution Plans and improving the quality and effectiveness of risk data aggregation and risk reporting. The Committee strengthened the Group's compliance management, including improving compliance management systems and mechanisms, focusing on enhancing the quality and effectiveness of compliance management, attaching great importance to AML and sanctions compliance management, and promoting the remediation of problems identified in regulatory inspections and audits. The Committee continuously improved group consolidated management and look-through management, including improving subsidiary operation and management systems, complying with

governance requirements for affiliated institutions and enhancing risk management and control of subsidiaries. The Committee enhanced risk and compliance management of overseas institutions, including strengthening comprehensive risk management of overseas institutions, guiding overseas institutions to strengthen regulatory compliance and fulfilling the responsibilities of the US Risk Management Committee.

The **Nomination and Remuneration Committee** convened ten meetings in total. The Committee nominated directors in compliance with laws and regulations to further diversify the Board of Directors, including successfully completing the nomination of non-executive directors, steadily advancing the nomination of a director from Great Wall Asset Management, conducting the re-election and re-appointment of directors and optimizing the composition of the Board of Directors' special committees. The Committee appointed senior management members in an orderly manner to strengthen the management team, including appointing the head of the internal audit department in a standardized manner. The Committee continuously refined performance evaluation and remuneration distribution to optimize incentive and restraint mechanisms, including providing guidance on improving the performance evaluation system, promoting the optimization of the remuneration distribution mechanism, supervising the implementation of performance-based remuneration withdrawal arrangements and improving the employee remuneration distribution structure. The Committee guided and strengthened the development of a professional talent team to consolidate the talent base, and provided guidance on building a digital employee training system. The Committee pressed ahead with the evaluation of Board members to enhance Directors' performance of duties, including continuously improving the performance evaluation of Board members and conducting in-depth research and training.

The **Related Party Transaction, Social Responsibility and Consumer Protection Committee** held a total of six meetings. The Committee continued to strengthen the management of related party transactions, consolidate the management foundation of related party transactions, strengthen the internal audit oversight of related party transactions, and fulfill its role as the third line of defense. It promoted the implementation of the new regulatory requirements for related party transactions, improved governance procedures to meet regulatory requirements, focused on the compliance and fairness of related party transactions, and prevented potential compliance risks in a proactive manner. The Committee oversaw and assessed the quality and efficiency of corporate social responsibility (CSR) performance and comprehensively promoted sustainable development, including overseeing the implementation of charitable donation plans with a focus on improving people's well-being, as well as guiding the preparation of the sustainability report and improving the quality and efficiency of information disclosure. The Committee oversaw and guided the advancement of the green finance strategy, providing strong financial support for the comprehensive green transition of the economy and society. The Committee adhered to the people-centered approach and comprehensively promoted and improved the consumer protection system, including improving the top-level design of the consumer protection system, strengthening the planning and guidance for consumer protection, tracking regulator-referred complaints and assessment results and supervising the rectification of regulator-identified issues, as well as attaching great importance to the application of consumer protection audit results and improving the operational compliance and suitability management through audit supervision. The Committee steadily promoted ESG work and enhanced sustainability capabilities, including tracking the progress of ESG work plans and continuously consolidating the sustainability foundation.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

In 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

In 2026, I will continue to maintain my independence in accordance with regulatory orientation and requirements, make full use of my professional strengths to further enhance my ability to perform my duties, and make greater contributions to enhancing the scientific, sound and effective corporate governance of CCB.

Zhang Weiguo

**CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
GRAEME WHEELER FOR 2025**

I, Graeme Wheeler, have served as Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “CCB”) since October 2019, and left office on 27 June 2025 due to expiry of my term of office. During my term in 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., I attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed my duties, gave full play to my role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on my fulfillment of duties in 2025:

I. BASIC INFORMATION

I have served as Independent Non-executive Director of CCB since October 2019, and left office on 27 June 2025 due to expiry of my term of office. I have served as independent non-executive director of Rendevour, an African urban development enterprise, since June 2024, and non-executive director of the Thyssen-Bornemisza Group since 2017. I served as Governor of Reserve Bank of New Zealand from 2012 to 2017, Non-executive Director of the Thyssen-Bornemisza Group and Co-Founder of Privatisation Analysis and Consulting Ltd from 2010 to 2012, Managing Director responsible for operations of the World Bank from 2006 to 2010, Vice President and Treasurer of the World Bank from 2001 to 2006, Director of Financial Products and Services Department of the World Bank from 1997 to 2001, Treasurer of New Zealand Debt Management Office (NZDMO) and Deputy Secretary to the New Zealand Treasury from 1993 to 1997, Director of Macroeconomic Policy of New Zealand Treasury from 1990 to 1993, Economic and Financial Counsellor of New Zealand Delegation to the OECD (Paris), from 1984 to 1990 and an advisor in the New Zealand Treasury from 1973 to 1984. I was awarded Companion of the New Zealand Order of Merit in 2018. I obtained my Master’s Degree of Commerce in economics from the University of Auckland in 1972.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, I attended CCB’s Shareholders’ Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders’ Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders’ Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Graeme Wheeler	2/2	1/1	1/1	6/6	0/6

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
Graeme Wheeler	-	-	4/4	0/4	4/4	0/4	5/5	0/5	4/4	0/4

Notes: “Attendances in person” refers to attending meetings in person or on telephone or by video conference.

ii. Independent directors’ fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders’ Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors’ communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, especially minority shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and the relevant provisions of regulatory authorities, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. During my term in 2025, I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors. I supported CCB's targeted offering of A shares to the Ministry of Finance. I paid great attention to compliant, steady development of overseas business. I paid survey visits to overseas institutions such as London Branch and Luxembourg Branch of CCB and instructed overseas institutions to implement regulatory requirements and improve risk control and compliance management capacity.

Third, continuing to improve the risk management and internal control system to better balance development and security. I actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, and advanced intensive risk management of inclusive retail banking.

Fourth, aligning Chinese characteristics with international trends and promoting sustainable development across the board. I continued to strengthen the overall planning and guidance for ESG work, regularly listened to the implementation progress of the *Environmental, Social and Governance Work Plan (2023-2025)*. I urged the Management to effectively strengthen the protection of financial consumers' rights and interests and regularly review reports on consumer protection.

III. INDEPENDENT DIRECTORS' KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

As a member of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, in 2025, I attached great importance to and continuously promoted management of related party transactions, ensuring compliance of all related party transactions. I earnestly fulfilled my duties of supervising related party transactions. During my term in 2025, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. During my term in 2025, I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

During my term in 2025, I agreed to the election of directors and the appointment of senior management members of CCB.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. During my term in 2025, I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

In 2025, in strict accordance with laws, regulations, regulatory provisions, and provisions of the Articles of Association of CCB, CCB promptly, completely, and accurately disclosed periodic reports, such as the 2024 annual report, the interim report and quarterly reports of 2025, and ad-hoc announcements. CCB added voluntary disclosure to regular reports and ad-hoc announcements and completed the information disclosure work in a comprehensive, timely and accurate manner. I actively performed my duties of supervising and reviewing the preparation and disclosure of periodic reports and provided guidance on coordination and optimization of disclosure contents and methods.

vii. Other matters of particular concern

During my term in 2025, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

During my term in 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

Graeme Wheeler

CHINA CONSTRUCTION BANK CORPORATION
WORK REPORT OF INDEPENDENT DIRECTOR
MICHEL MADELAIN FOR 2025

I, Michel Madelain, have served as Independent Non-executive Director of China Construction Bank Corporation (hereinafter referred to as “CCB”) since January 2020, and left office on 27 June 2025 due to expiry of my term of office. During my term in 2025, in strict accordance with domestic and overseas laws and regulations, regulatory requirements and the *Articles of Association of China Construction Bank Corporation* (hereinafter referred to as the “**Articles of Association of CCB**”), and the *Independent Director Working System of China Construction Bank Corporation*, etc., I attended the Shareholders’ Meetings and the meetings of the Board of Directors and its special committees on time, faithfully and diligently performed my duties, gave full play to my role in participating in decision-making, supervision & check and balance, and consulting, further advanced CCB’s high-quality development of substance, boosted the overall improvement of CCB’s business operation and management, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders. Below is a report on my fulfillment of duties in 2025:

I. BASIC INFORMATION

I have served as Independent Non-executive Director of CCB since January 2020, and left office on 27 June 2025 due to expiry of my term of office. I have served as managing director of the IFRS Foundation since September 2024. I served as a member of the Supervisory Board of La Banque Postale in France from April 2018 to October 2024. From January 2018 to December 2023, I was trustee of the IFRS Foundation. During the period, I served as Chairman of the Nomination Committee, positively contributing to the establishment of the International Sustainability Standards Board (ISSB) and the consolidation of the IFRS Foundation’s rules. From June 2016 to December 2018, I was vice chairman of Moody’s Investors Service (MIS). Concurrently, I served as chairman of Moody’s European Boards and was a member of MIS US Board. From May 2008 to June 2016, I was president and chief operating officer of MIS, having previously assumed a number of positions in Europe and the USA with MIS from 1994 to May 2008. Under my leadership were launched Moody’s first initiatives to support the green bond markets through research and assessments. From May 1980 to May 1994, I worked with Ernst & Young in Belgium and France and was promoted to the partnership in 1989. I am a Qualified Chartered Accountant of France. I obtained a Master’s Degree in Management from Kellogg Graduate School of Management of Northwestern University (USA) and a Bachelor’s Degree in Business Administration from the Ecole Supérieure de Commerce de Rouen, France.

II. FULFILLMENT OF DUTIES IN THE YEAR

i. Meeting attendance

In 2025, I attended CCB’s Shareholders’ Meetings and meetings of the Board of Directors and its special committees on time, reviewed the resolutions made by the Board of Directors and its special committees, and expressed independent opinions. No objection has been raised to the matters for review. No other special powers have been exercised.

My attendance at the Shareholders' Meeting and meetings of the Board of Directors is presented as follows:

Independent director	Shareholders' Meeting	A-share Class Meeting	H-share Class Meeting	Meetings of the Board of Directors	
	Attendance in person			Attendance in person	Attendance by proxy
Michel Madelain	2/2	1/1	1/1	6/6	0/6

My attendance at meetings of each special committee under the Board of Directors is as follows:

Independent director	Strategy Development Committee		Audit Committee		Risk Management Committee		Nomination and Remuneration Committee		Related Party Transaction, Social Responsibility and Consumer Protection Committee	
	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy	Attendance in person	Attendance by proxy
Michel Madelain	-	-	4/4	0/4	4/4	0/4	5/5	0/5	4/4	0/4

Notes: "Attendances in person" refers to attending meetings in person or on telephone or by video conference.

ii. Independent Directors' fulfillment of duties

I actively performed my duties. In addition to attending the Shareholders' Meetings, meetings of the Board of Directors and its special committees, I actively attended independent directors' communication meetings and special communication meetings and maintained adequate and effective communication with the shareholders, especially minority shareholders, the chairman and other members of the Board of Directors, members of the Board of Supervisors, senior management and other entities of corporate governance. Upon assessment, I performed my duties in conformity with relevant laws, regulations, and regulatory provisions in terms of the time, methods and work content. According to relevant requirements of laws, regulations and the relevant provisions of regulatory authorities, I maintained sufficient communication with the internal audit department of CCB and the external auditors for CCB on finance, business and other relevant matters and earnestly fulfilled relevant responsibilities and obligations. CCB actively provided necessary working conditions and personnel support for me to ensure my full performance of duties.

First, precisely judging macroeconomic development trends. I comprehensively and objectively analyzed the opportunities and challenges brought about by macroeconomic conditions at home and abroad for banking development, supporting CCB in achieving high-quality development in serving the Chinese modernization.

Second, paying attention to study of major issues and giving full play to the role in providing decision-making references and supervision. During my term in 2025, I assisted CCB in completing the review and revision of the Articles of Association and other corporate governance documents. In accordance with laws, regulations, and regulatory provisions, I advanced the implementation plan for the reform of the Board of Supervisors. I supported CCB's targeted offering of A shares to the Ministry of Finance. I paid great attention to compliant, steady development of overseas business. I paid survey visits to overseas institutions such as London Branch and Luxembourg Branch of CCB and instructed overseas institutions to implement regulatory requirements and improve risk control and compliance management capacity.

Third, continuing to improve the risk management and internal control system to better balance development and security. Independent directors actively assessed the risk situation and control measures, and promoted the improvement of the Group's risk management and internal control management system. I intensified risk control in key areas, attached great importance to the impact of the low-interest-rate environment on the net interest margin (NIM) trend and corresponding solutions, pushed for refining real estate credit policies and risk control strategies, and advanced intensive risk management of inclusive retail banking.

Fourth, aligning Chinese characteristics with international trends and promoting sustainable development across the board. Independent directors continued to strengthen the overall planning and guidance for ESG work, regularly listened to the implementation progress of the *Environmental, Social and Governance Work Plan (2023-2025)*. Independent directors urged the Management to effectively strengthen the protection of financial consumers' rights and interests and regularly review reports on consumer protection.

III. INDEPENDENT DIRECTORS' KEY CONCERNS DURING FULFILLMENT OF DUTIES IN THE YEAR

i. Related party transactions that should be disclosed

As a member of the Related Party Transaction, Social Responsibility and Consumer Protection Committee, in 2025, I attached great importance to and continuously promoted management of related party transactions, ensuring compliance of all related party transactions. I earnestly fulfilled my duties of supervising related party transactions. During my term in 2025, no related party transactions subject to disclosure were carried out within CCB.

ii. Disclosure of the financial information in financial accounting reports and periodic reports and internal control assessment reports

In 2025, the Board of Directors of CCB reviewed and approved proposals for the 2024 annual report, the 2024 internal control assessment report, the 2025 interim report, the 2025 Q1 report, and the 2025 Q3 report, and other related proposals. During my term in 2025, I expressed my agreement with the financial information contained in CCB's disclosed financial and accounting reports and periodic reports, as well as its internal control assessment report.

iii. Engagement or replacement of the accounting firm providing auditing services for listed companies

CCB continued to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic accounting firm for CCB and its domestic subsidiaries in 2025 and engage EY as the international accounting firm for CCB and its major overseas subsidiaries in 2025 after review and approval at CCB's Annual Shareholders' Meeting of 2024. Regarding the engagement of the accounting firm, I issued prior-approval opinions and independent opinions. In accordance with relevant requirements, I also maintained thorough communication with the external auditors and actively performed related responsibilities and obligations.

iv. Nomination, appointment or replacement of directors, and appointment or replacement of senior management members

During my term in 2025, I agreed to the election of Directors and the appointment of senior management members of CCB.

v. Remuneration of directors and senior management members

In 2025, the Board of Directors of CCB reviewed and approved the 2024 remuneration distribution and settlement plan for directors and senior management members, gave guidance on improving the 2025 performance evaluation plan for executive directors and senior management members, fully implemented the national remuneration regulatory policies and evaluation guidelines, and strictly enforced the management mechanism for deferral and clawback of performance-based pay. During my term in 2025, I agreed to the remuneration matters of directors and senior management members of CCB.

vi. Implementation of information disclosure

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vii. Other matters of particular concern

During my term in 2025, CCB did not appoint or remove a chief financial officer. Neither CCB nor any related parties changed or waived any commitment plan(s). No acquisition of the listed company occurred. There were no changes in accounting policies, changes in accounting estimates, or corrections of material accounting errors. There was no proposed spin-off of its subsidiaries. CCB did not formulate or amend any equity incentive plan or employee share ownership plan, nor were there any matters relating to the grant of equity interests to incentive recipients or the satisfaction of conditions for exercising such rights.

IV. OVERALL ASSESSMENT AND SUGGESTIONS

During my term in 2025, I fulfilled my duties honestly and diligently in accordance with relevant laws, regulations, regulatory provisions and the Articles of Association of CCB, ensured that no risk arose under the complicated and changeable external situation, enhanced steady and compliant operation, boosted sustainable development, and effectively safeguarded the legitimate rights and interests of CCB as well as its entire shareholders and stakeholders.

Michel Madelain

NOTICE OF 2025 ANNUAL SHAREHOLDERS' MEETING



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)

NOTICE OF 2025 ANNUAL SHAREHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the 2025 Annual Shareholders' Meeting of China Construction Bank Corporation (the "**Bank**") will be held at 14:30 on 26 June 2026 at No. 25, Financial Street, Xicheng District, Beijing and Kowloon Shangri-La Hong Kong, 64 Mody Road, Kowloon, Hong Kong, to consider and, if thought fit, pass the following resolutions:

AS ORDINARY RESOLUTIONS (NON-CUMULATIVE VOTING RESOLUTIONS)

1. 2025 report of the Board of Directors
2. 2025 final financial accounts
3. Profit distribution plan for 2025
4. 2026 fixed assets investment budget
5. Engagement of external auditors for 2026
6. Re-election of Mr. Ji Zhihong as executive director of the Bank
7. Election of Ms. Cao Liqun as non-executive director of the Bank
8. Election of Ms. Tang Wei as non-executive director of the Bank

AS SPECIAL RESOLUTION (NON-CUMULATIVE VOTING RESOLUTION)

9. Annual issuance plan for the Group's financial bonds

AS ORDINARY RESOLUTIONS (CUMULATIVE VOTING RESOLUTIONS)

10. Election of independent non-executive directors of the Bank

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10.01 Re-election of Lord Sassoon as independent non-executive director of the Bank

10.02 Election of Mr. Yang Qiang as independent non-executive director of the Bank

Reporting Documents

1. Special Report on Related Party Transactions in 2025
2. Report on the Implementation of the Plan on Authorization of the Shareholders' Meeting to the Board of Directors of China Construction Bank Corporation in 2025
3. Report on Major Shareholder (Large Shareholder) Assessment in 2025
4. Work Reports of Independent Directors for 2025

Details of the above proposals are set out in the circular regarding the 2025 Annual Shareholders' Meeting of the Bank dated 4 June 2026. Unless otherwise indicated, the capitalised terms used in this notice shall have the same meanings as those defined in the circular.

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

4 June 2026

As at the date of this notice, the executive directors of the Bank are Mr. Zhang Jinliang, Mr. Zhang Yi, Mr. Sun Xiaokun and Mr. Ji Zhihong; the non-executive directors of the Bank are Ms. Xin Xiaodai, Ms. Liu Fang, Ms. Li Lu, Ms. Li Li, Mr. Dou Hongquan and Mr. Shi Jian; 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.

Notes:

1. The voting at the Meeting will be taken by way of registered poll.
2. In order to determine the H Shareholders who are entitled to attend the 2025 Annual Shareholders' Meeting, the Bank's register of members for H Shares will be closed from 23 June 2026 to 26 June 2026, both days inclusive, during which period no transfer of H Shares will be effected. Unregistered H Shareholders who wish to attend the 2025 Annual Shareholders' Meeting must lodge the share certificates together with the transfer documents at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 16:30 on 22 June 2026. The address of the share registrar, Computershare Hong Kong Investor Services Limited, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
3. The Board of the Bank has proposed a final cash dividend for 2025 of RMB2.029 per 10 shares (tax-inclusive), totalling RMB53,079 million ("**final dividends**"). If approved by the 2025 Annual Shareholders' Meeting, the final dividends will be distributed to the Shareholders whose names appear on the register of members of the Bank after the closing of the stock market on 10 July 2026. The expected payment date of the H Shares final dividends is 21 August 2026. In order to determine the H Shareholders who are entitled to receive the final dividends, the register of members of H Shares of the Bank will be closed from 5 July 2026 to 10 July 2026, both days inclusive, during which period no transfer of H Shares will be effected. Unregistered H Shareholders who wish to receive the final dividends must lodge

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the share certificates together with the transfer documents at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at or before 16:30 on 3 July 2026. The address of the share registrar, Computershare Hong Kong Investor Services Limited, is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

4. A Shareholder entitled to attend and vote at the Meeting may appoint proxies to attend and vote in his/her place. A proxy need not be a Shareholder of the Bank.
5. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorised attorney(s).
6. To be valid, H Shareholders who intend to attend the Meeting by proxy should complete and return the enclosed proxy form to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, before 14:30 on 25 June 2026. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the Meeting if he/she so wishes. In such event, the instrument appointing a proxy shall be deemed to be revoked.
7. H Shareholders who intend to attend the Meeting in person or by proxy are advised to return the reply slip in person, by post or by fax ((852) 2865 0990) to the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 16 June 2026.
8. Shareholders who intend to attend the Meeting may send questions related to the matters to be considered at the Meeting or operating results of the Bank via email to the mailbox (ir@ccb.com) of the Investor Relations of the Bank on or before 23 June 2026. The common concerned questions of Shareholders will be answered by the Bank at the Meeting.
9. The Meeting is expected to last for half a day. Shareholders (in person or by proxy) attending the Meeting are responsible for their own transportation and accommodation expenses. Shareholders (or their proxies) attending the Meeting shall present identity documents.
10. The Meeting will adopt a combination of both onsite voting and online voting (online voting is only applicable to A Shareholders) in terms of the mechanism for attending and voting at the Meeting.
11. **No distribution of gifts or cake coupons and no refreshments will be served by the Bank.**