

**CHINA CONSTRUCTION BANK (ASIA) CORPORATION LIMITED**  
**中國建設銀行（亞洲）股份有限公司**

Issue of CNY1,250,000,000 3.45 per cent. Notes due 2017 (the “**Notes**”)  
under the U.S.\$5,000,000,000 Medium Term Note Programme

This document amends and replaces in its entirety the pricing supplement dated 19 June 2014 and constitutes the Pricing Supplement relating to the issue of Notes described herein. All references to the Pricing Supplement shall be deemed to be construed to refer to this document. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated 22 May 2014 (the “**Offering Circular**”) and the prospectus dated on or about 24 June 2014 (the “**Swiss Prospectus**”). This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with such Offering Circular and Swiss Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of the Offering Circular, the Swiss Prospectus and this Pricing Supplement. Copies of the Swiss Prospectus including the Pricing Supplement and the Offering Circular are available at UBS AG, Prospectus Library, P.O Box, CH-8098 Zurich, Switzerland, or can be ordered by telephone (+41-44-239 47 03), fax (+41-44-239 69 14) or by email (swiss-prospectus@ubs.com).

1	Issuer:	China Construction Bank (Asia) Corporation Limited 中國建設銀行（亞洲）股份有限公司
2	(i) Series Number:	008
	(ii) Tranche Number:	001
3	Specified Currency or Currencies:	Renminbi (“ <b>CNY</b> ”)
4	Aggregate Nominal Amount:	
	(i) Series:	CNY1,250,000,000
	(ii) Tranche:	CNY1,250,000,000
5	(i) Issue Price:	100 per cent. of the Aggregate Nominal Amount
	(ii) Net proceeds:	CNY1,247,503,000 (net of legal expenses and commission)
6	(i) Specified Denominations:	CNY1,000,000 and integral multiples of CNY10,000 in excess thereof
	(ii) Calculation Amount:	CNY10,000
7	(i) Issue Date:	27 June 2014
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	27 June 2017
9	Interest Basis:	3.45 per cent. Fixed Rate
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
12	Put/Call Options:	Not Applicable

13	(a) Status of the Notes:	Senior Notes
	(b) Date of corporate approval for issuance of Notes obtained:	17 December 2013
	(c) Date of regulatory approval for issuance of Notes obtained:	Not Applicable
14	Listing:	SIX Swiss Exchange
15	Method of distribution:	Syndicated

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

16	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.45 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	27 June and 27 December in each year up to and including the Maturity Date, provided that if any Interest Payment Date falls on a day which is not a Business Day, the Interest Payment Date will be postponed to the next succeeding Business Day unless it would thereby fall in the next calendar month in which event the Interest Payment Date shall be brought forward to the immediately preceding Business Day. The first Interest Payment Date shall be 27 December 2014.
	(iii) Fixed Coupon Amount(s):	Each Fixed Coupon Amount shall be calculated by multiplying the product of the Rate of Interest and the Calculation Amount by the Day Count Fraction and rounding the resulting figure to the nearest CNY0.01, with CNY0.005 or above being rounded upwards.
	(iv) Broken Amount:	Not Applicable
	(v) Day Count Fraction (Condition 5(j)):	Actual/365 (Fixed)
	(vi) Determination Date(s) (Condition 5(j)):	Not Applicable
	(vii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):	Not Applicable
	(viii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
17	Floating Rate Note Provisions	Not Applicable
18	Zero Coupon Note Provisions	Not Applicable
19	Index Linked Interest Note Provisions	Not Applicable
20	Dual Currency Note Provisions	Not Applicable

## PROVISIONS RELATING TO REDEMPTION

21	Call Option	Not Applicable
22	Put Option	Not Applicable
23	Final Redemption Amount of each Note:	CNY10,000 per Calculation Amount
24	Early Redemption Amount	
	(i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons (Condition 6(c) or, when otherwise specified hereon, 6(d) or 6(e)) or Event of Default (Condition 10(a) or 10(b)) and/or the method of calculating the same (if required or if different from that set out in the Conditions):	CNY10,000 per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

25	Form of Notes:	Bearer Notes
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The Notes will be in bearer form and will be represented by a Permanent Global Note dated 27 June 2014 (the “**Permanent Global Note**”), substantially in the form annexed to the Supplemental Fiscal Agency Agreement dated on or around 24 June 2014.

The Notes and all rights in connection therewith are documented in the form of a Permanent Global Note which shall be deposited by UBS AG (the “**Swiss Paying Agent**”) with SIX SIS Ltd or any other intermediary in Switzerland recognised for such purposes by the SIX Swiss Exchange (SIX SIS Ltd or any such other intermediary, the “**Intermediary**”). Once the Permanent Global Note has been deposited with the Intermediary and entered into the accounts of one or more participants of the Intermediary, the Notes will constitute intermediated securities (“**Intermediated Securities**”) in accordance with the provisions of the Swiss Federal Intermediated Securities Act.

Each holder of the Notes shall have a quotal co-ownership interest in the Permanent Global Note to the extent of his claim against the Issuer, provided that for so long as the Permanent Global Note remains deposited with the Intermediary, the co-ownership interest shall be suspended and the Notes may only be

transferred by the entry of the transferred Notes in a securities account of the transferee, as set out in the provisions of the Swiss Federal Intermediated Securities Act regarding the transfer of Intermediated Securities.

The records of the Intermediary will determine the number of Notes held through each participant in that Intermediary. In respect of the Notes held in the form of Intermediated Securities, the holders of the Notes will be the investors, i.e. (i) the persons, other than intermediaries, holding the Notes in a securities account with an Intermediary and (ii) the intermediaries holding the Notes for their own account.

Holders of the Notes do not have the right to effect or demand the conversion of the Permanent Global Note into, or the delivery of, uncertificated securities or definitive Notes (“**Definitive Notes**”).

The Issuer irrevocably agrees and undertakes to the Swiss Paying Agent to arrange for the printing and delivery to it of the Definitive Notes with Coupons attached in the name of the Issuer, should the Swiss Paying Agent (acting reasonably) deem such printing to be necessary, after consultation with the Issuer, or if the presentation of the Definitive Notes and Coupons is required by Swiss or other applicable laws and regulations in connection with the enforcement of rights of holders of Notes or if the Swiss Paying Agent, at any time, at its discretion, determines to have Definitive Notes and Coupons issued.

Should the Definitive Notes and Coupons be printed, the Swiss Paying Agent will then exchange the Permanent Global Note deposited with the Intermediary against delivery of the Definitive Notes and Coupons and thereupon cancel and return the Permanent Global Note to the Issuer. The Definitive Notes and Coupons will be printed and issued to the beneficial owners of interests in the Permanent Global Note free of charge in exchange of such interests in the Permanent Global Note and against cancellation of the Notes in the securities accounts of the holders of the Notes.

	special provisions relating to payment dates:	
27	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
28	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
29	Details relating to Instalment Notes:	Not Applicable
30	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
31	Details relating to Subordinated Notes:	Not Applicable
32	Other terms or special conditions:	

### **Payments**

The receipt by the Swiss Paying Agent of the due and punctual payment of the funds in Renminbi in Zurich, in the manner provided by the Conditions and this Pricing Supplement, shall release the Issuer from its obligations under the Notes and Coupons for the payment of interest and principal due on the respective Interest Payment Dates and on the Maturity Date to the extent of such payment.

Condition 7 of the Conditions shall be construed accordingly.

### **Taxation**

The following shall be deemed to replace Condition 8(c):

"(c) **Payment to individuals:** where such withholding or deduction is imposed on a payment to an individual or a non-corporate entity and is required to be made pursuant to laws enacted by Switzerland providing for the taxation of payments according to principles similar to those laid down (y) in the European Council Directive 2003/48/EC or (z) in the draft legislation initiated by the Swiss Federal Council on 24 August 2011, including the principle to have a person other than the Issuer withhold or deduct tax, in particular, without limitation, any paying agent; or"

Condition 8 of the Conditions shall be construed accordingly.

## Agents

The Issuer will at all times maintain a Swiss paying agent having a specified office in Switzerland and will at no time maintain a Swiss paying agent having a specified office outside Switzerland in relation to the Notes.

In addition, all references in the Conditions to the "Registrar", "Agent", "Principal Paying Agent" and "Paying Agents" shall, so far as the context permits, be construed as references to UBS AG (as the Swiss Paying Agent).

## Notices

So long as the Notes are listed on the SIX Swiss Exchange and so long as the rules of the SIX Swiss Exchange so require, the Swiss Paying Agent shall (if instructed by the Issuer) publish on behalf of the Issuer, and at the expense of the Issuer, all notices regarding the Notes in due time, either (i) by means of electronic publication on the internet website of the SIX Swiss Exchange ([www.six-swiss-exchange.com](http://www.six-swiss-exchange.com), where notices are currently published under [http://www.six-exchange-regulation.com/publications\\_en.html](http://www.six-exchange-regulation.com/publications_en.html)) or (ii) otherwise in accordance with the listing rules of the SIX Swiss Exchange. Any notices so given will be deemed to have been validly given on the date of such publication or, if published more than once, on the first date of such publication.

Condition 15 of the Conditions shall be construed accordingly.

## DISTRIBUTION

33	(i) If syndicated, names of Managers:	Bank of China (Hong Kong) Limited Barclays Bank PLC CCB International Capital Limited The Hongkong and Shanghai Banking Corporation Limited UBS AG, Hong Kong Branch
	(ii) Date of Subscription Agreement:	19 June 2014
	(iii) Stabilising Manager (if any):	Not Applicable
34	If non-syndicated, name of relevant Dealer:	Not Applicable
35	U.S. Selling Restrictions:	Reg. S Category 2; TEFRA C

36 Additional selling restrictions: None

#### OPERATIONAL INFORMATION

37 ISIN Code: CH0245865859

38 Common Code: 108177454

39 CMU Instrument Number: Not Applicable

40 Any clearing system(s) other than Euroclear, Clearstream, Luxembourg and the CMU Service and the relevant identification number(s): Swiss Security Number: 24.586.585

41 Delivery: Delivery against payment

42 Additional Paying Agents (if any): For the purposes of this Series of Notes only, the Issuer has, pursuant to the Supplemental Fiscal Agency Agreement dated on or around 24 June 2014 (the “**Supplemental Fiscal Agency Agreement**”), appointed UBS AG as the Swiss Paying Agent with their respective registered offices located at the following addresses:

UBS AG  
Bahnhofstrasse 45  
CH-8001 Zurich  
Switzerland

None of the existing Agents appointed under the Fiscal Agency Agreement dated 23 December 2013 in connection with the Programme will act in Switzerland as paying agents for this Series of Notes.

In respect of the Notes, the Issuer will at all times maintain a Swiss Paying Agent having a specified office in Switzerland and will at no time maintain a Swiss Paying Agent having a specified office outside Switzerland in relation to the Notes.

43 Ratings The Notes to be issued are expected to be rated “A2” by Moody’s Investors Service Pty. Limited

#### GENERAL

44 The aggregate principal amount of Notes issued has been translated into US dollars at the rate of U.S.\$1.00 to CNY6.2293, producing a sum of (for Notes not denominated in US dollars): U.S.\$200,664,601.16

45 In the case of Registered Notes, specify the location of the office of the Registrar if other than Hong Kong: Not Applicable

46            In the case of Bearer Notes, specify the location    Not Applicable  
                 of the office of the Fiscal Agent if other than  
                 London:

## **LISTING APPLICATION**

This Pricing Supplement comprises the final terms required to list the issue of Notes described herein pursuant to the U.S.\$5,000,000,000 Medium Term Note Programme of China Construction Bank (Asia) Corporation Limited 中國建設銀行（亞洲）股份有限公司.

## **MATERIAL ADVERSE CHANGE STATEMENT**

Except as disclosed in the Offering Circular, the Swiss Prospectus and this Pricing Supplement, there has been no significant change in the financial or trading position of the Issuer or of the Group since 31 December 2013 and no material adverse change in the financial position or prospects of the Issuer or of the Group since 31 December 2013.

## **SUPPLEMENTAL INFORMATION**

Words and expressions defined in the Offering Circular shall have the same meanings herein.

As at August 2013, CCB injected capital of CNY17.6 billion into the Bank to enhance the Bank's capital structure and support its business expansion. See "Relationship with CCB" in the Offering Circular. As of the date hereof, the Bank has retained substantially all of the proceeds from such capital injection in Renminbi. As the Bank's functional currency for its consolidated financial statements is Hong Kong dollars, monetary assets and liabilities denominated in foreign currencies (including Renminbi) will need to be translated into the functional currency of the Bank at the prevailing foreign exchange rate at the relevant reporting dates. The Bank is therefore exposed to the fluctuations of RMB as any foreign exchange gains and losses arising from such translations will be recognised in the Bank's income statement.

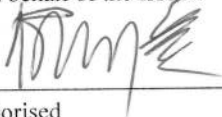
Pursuant to a plan to integrate the operations and certain businesses of the Hong Kong branch of CCB into the Bank, all of the personnel of the Hong Kong branch was transferred to the Bank in July 2013 and a significant amount of assets and liabilities of the Hong Kong branch was transferred to the Bank as at 31 December 2013 (the Business Transfer). The Bank has applied the principles of merger accounting under Accounting Guideline No.5 "Merger Accounting for Common Control Combinations" issued by the HKICPA (the Merger Accounting) to account for such Business Transfer with respect to its consolidated financial statements as at and for the year ended 31 December 2013, together with comparative financial information as at and for the year ended 31 December 2012 restated for the integration of the Business Transfer. For additional details, see "Relationship with CCB — Integration of the Bank and CCB's Hong Kong branch" and "Relationship with CCB — Merger Accounting for Common Control Combinations" of the Offering Circular. As a result of the Merger Accounting, the consolidated statement of comprehensive income of the Group for the year ended 31 December 2013 and 2012 include the results of the Hong Kong branch of CCB's certain business that has not been acquired by the Group (the Excluded Business). The profit or loss generated by the Excluded Business will not be included in the Group's consolidated financial statements subsequent to the year ended 31 December 2013. Accordingly, the consolidated statement of comprehensive income of the Group for any period ending after 31 December 2013 may not be directly comparable with the same for the corresponding period ended on or prior to 31 December 2013.



## **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:   
Duly authorised