

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



中銀香港(控股)有限公司

BOC HONG KONG (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(the “Company”, Stock Code: 2388)

Voting Results of Annual General Meeting held on 6 June 2016

The Board of Directors (the “**Board**”) of the Company is pleased to announce the voting results of the Annual General Meeting (the “**AGM**”) of the Company held on Monday, 6 June 2016 at Grand Ballroom, The Lobby Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wan Chai, Hong Kong. The AGM was chaired by Mr. YUE Yi, the Vice Chairman and Chief Executive of the Company. As stated in the notice of the AGM dated 18 April 2016, all the proposed resolutions at the AGM were voted on by poll. Computershare Hong Kong Investor Services Limited, the Company’s share registrar, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

Voting Results of the AGM

The number of issued shares of the Company as at the date of the AGM was 10,572,780,266 shares, which was the total number of shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM. Shareholders and authorised proxies holding an aggregate of 8,560,639,164 shares, representing 80.9687% of the total number of shares of the Company in issue present at the AGM.

All resolutions at the AGM were approved by the shareholders. The poll voting results in respect of each resolution proposed at the AGM were as follows:

Ordinary Resolutions		No. of Votes (Percentage of Total Number of Votes)	
		For	Against
1.	To receive and consider the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2015.	8,554,130,245 (99.9968%)	270,502 (0.0032%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare a final dividend of HK\$0.679 per share for the year ended 31 December 2015.	8,554,402,745 (99.9994%)	48,002 (0.0006%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3. (a)	To re-elect Mr. YUE Yi as a Director of the Company.	8,522,267,555 (99.7684%)	19,780,204 (0.2316%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(b)	To re-elect Mr. REN Deqi as a Director of the Company.	7,340,676,936 (86.3471%)	1,160,683,062 (13.6529%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(c)	To re-elect Mr. GAO Yingxin as a Director of the Company.	7,382,289,131 (86.8363%)	1,119,092,367 (13.1637%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
(d)	To re-elect Mr. XU Luode as a Director of the Company.	7,332,275,547 (86.2486%)	1,169,050,201 (13.7514%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Ordinary Resolutions		No. of Votes (Percentage of Total Number of Votes)	
		For	Against
4.	To re-appoint Ernst & Young as Auditor of the Company and authorise the Board of Directors or a duly authorised Committee of the Board to determine the remuneration of the Auditor.	8,520,188,434 (99.6006%)	34,167,813 (0.3994%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5.	To grant a general mandate to the Board of Directors to allot, issue and deal with additional shares in the Company, not exceeding 20% or, in the case of issue of shares solely for cash and unrelated to any asset acquisition, not exceeding 5% of the total number of shares of the Company in issue as at the date of passing this Resolution.	7,174,085,804 (83.8650%)	1,380,236,943 (16.1350%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6.	To grant a general mandate to the Board of Directors to buy back shares in the Company, not exceeding 10% of the total number of shares of the Company in issue as at the date of passing this Resolution.	8,552,975,240 (99.9890%)	943,539 (0.0110%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
7.	Conditional on the passing of Resolutions 5 and 6, to extend the general mandate granted by Resolution 5 by adding thereto of the total number of shares of the Company bought back under the general mandate granted pursuant to Resolution 6.	7,229,454,082 (84.5130%)	1,324,800,165 (15.4870%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Shareholders may refer to the circular of the Company dated 18 April 2016 (the “**Circular**”) for details of the above resolutions. The Circular may be viewed and downloaded from the website of the Company at www.bochk.com or the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
CHAN Chun Ying
Company Secretary

Hong Kong, 6 June 2016

As at the date of this announcement and upon conclusion of the AGM, the Board comprises Mr. TIAN Guoli (Chairman), Mr. CHEN Siqing* (Vice Chairman), Mr. YUE Yi (Vice Chairman and Chief Executive), Mr. REN Deqi*, Mr. GAO Yingxin*, Mr. XU Luode*, Mr. LI Jiuzhong, Madam CHENG Eva**, Mr. KOH Beng Seng**, and Mr. TUNG Savio Wai-Hok**.*

* *Non-executive Directors*

** *Independent Non-executive Directors*