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Voting Results of Annual General Meeting and Extraordinary General Meeting held on 29 June 2020

The Board of Directors (the “**Board**”) of the Company is pleased to announce the voting results of the Annual General Meeting (the “**AGM**”) and the Extraordinary General Meeting (the “**EGM**”) of the Company held on Monday, 29 June 2020 at Grand Ballroom, The Lobby Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wan Chai, Hong Kong. The AGM and EGM were chaired by Mr. LIU Liange, the Chairman of the Company. As stated in the notices of the AGM and EGM both dated 20 April 2020, all the proposed resolutions at the AGM and EGM 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 and EGM.

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 8,387,224,314 shares, representing 79.32847% of the total number of shares of the Company in issue, were 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 the Directors and of the Auditor of the Company for the year ended 31 December 2019.	8,377,676,003 99.99855%	121,108 0.00145%
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\$0.992 per share for the year ended 31 December 2019.	8,380,578,561 99.92403%	6,371,242 0.07597%
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. WANG Jiang as a Director of the Company.	8,239,828,746 98.24588%	147,117,057 1.75412%
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. GAO Yingxin as a Director of the Company.	Not applicable	Not applicable
As explained in the supplemental letter to shareholders dated 5 June 2020, following the resignation of Mr. GAO Yingxin as a Director of the Company with effect from 25 May 2020, the ordinary resolution for the re-election of Mr. GAO is no longer applicable.			
(c)	To re-elect Mr. SUN Yu as a Director of the Company.	8,305,083,798 99.02362%	81,888,505 0.97638%
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. KOH Beng Seng as a Director of the Company.	8,267,460,885 98.57505%	119,510,418 1.42495%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
(e)	To re-elect Mr. TUNG Savio Wai-Hok as a Director of the Company.	8,266,012,832 98.55778%	120,958,471 1.44222%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
(f)	To re-elect Mdm. CHENG Eva as a Director of the Company.	8,370,926,674 99.80865%	16,048,128 0.19135%
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.	8,323,520,362 99.24345%	63,451,941 0.75655%
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.	7,180,948,531 85.62329%	1,205,728,243 14.37671%
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.	8,377,494,023 99.89051%	9,182,751 0.10949%
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 the total number of shares of the Company bought back under the general mandate granted pursuant to Resolution 6.	7,213,342,908 86.00437%	1,173,839,395 13.99563%
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 20 April 2020 and the supplemental letter to shareholders dated 5 June 2020 (collectively the “**Documents**”) for details of the above resolutions. The Documents 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.

Voting Result of the EGM

Terms used in the circular dated 16 January 2020 (the “**EGM Circular**”) to the shareholders of the Company in relation to the Continuing Connected Transactions and the New Caps shall have the same meanings when used herein unless the context requires otherwise. The EGM Circular may be viewed and downloaded from the Company’s website at www.bochk.com or the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

The number of issued shares of the Company as at the date of the EGM was 10,572,780,266 shares, which was the total number of shares entitling the holders to attend the EGM. Bank of China Limited and its associates, which have a material interest in the Continuing Connected Transactions, abstained from voting on the proposed resolution at the EGM. The total number of shares held by the Independent Shareholders entitled to attend and vote for or against the resolution proposed at the EGM was 3,573,022,652. Independent Shareholders and authorised proxies of Independent Shareholders holding an aggregate of 1,344,314,041 shares, representing 12.71486% of the total number of shares of the Company in issue, were present at the EGM.

The resolution at the EGM was approved by the Independent Shareholders. The poll voting result in respect of the resolution proposed at the EGM was as follows:

Ordinary Resolution	No. of Votes (Percentage of Total Number of Votes)	
	For	Against
THAT the Continuing Connected Transactions and the New Caps, as defined and described in the circular dated 16 January 2020 to the shareholders of the Company, be and are hereby confirmed, approved and ratified.	1,344,246,030 99.99900%	13,509 0.00100%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

By Order of the Board
LUO Nan
Company Secretary

Hong Kong, 29 June 2020

As at the date of this announcement, the Board comprises Mr. LIU Liange (Chairman), Mr. WANG Jiang* (Vice Chairman), Mr. LIN Jingzhen*, Mr. SUN Yu*, Madam CHENG Eva**, Dr. CHOI Koon Shum**, Mr. KOH Beng Seng**, Mr. LAW Yee Kwan Quinn** and Mr. TUNG Savio Wai-Hok**.*

* Non-executive Directors

** Independent Non-executive Directors