

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.



(Incorporated in Hong Kong with limited liability)
(the “ Company”, Stock Code: 2388)

PROPOSED AMENDMENTS TO EXISTING ARTICLES OF ASSOCIATION

The Board announces that it is proposed to amend the existing Articles of Association in order to provide flexibility for general meetings of the Company to be convened, held and conducted as a hybrid meeting where shareholders of the Company may attend by electronic means in addition to as a physical meeting where shareholders of the Company attend in person. The proposed amendments also explicitly set out other related powers of the Board and the chairman of the general meetings, including making arrangements for attendance as well as ensuring the security and orderly conduct of such general meetings. Amendments to the existing Articles of Association regarding the recognition of the use of electronic communication and/or facilities by the Company and amendments for updating and tidying up definitions and other references are also proposed by the Board. As such, the Board proposes to adopt a new set of Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association.

A summary of the major changes brought about by the adoption of the new set of Articles of Association are set out below:

- (a) to enable the convening, holding and conducting of general meetings (including an annual general meeting, any adjourned meeting or postponed meeting) as a physical meeting in any part of the world (except that the principal place of the general meeting must be a location in Hong Kong) and at one or more locations, or as a hybrid meeting;
- (b) to recognise the use of electronic communication and/or facilities by the Company in addition to traditional and/or mechanical means;
- (c) to empower the Board to postpone a general meeting (or an adjourned general meeting) before such meeting (or adjourned meeting) is held; and

- (d) to update and tidy up definitions and other references, and to make consequential amendments in line with the above amendments and other house-keeping amendments.

Incorporation of the proposed amendments to the existing Articles of Association by means of adoption of a new set of Articles of Association by the Company is subject to the approval of shareholders of the Company by way of a special resolution at the AGM. A circular containing, among other things, the notice of the AGM and a summary of the proposed amendments to be incorporated in the new set of Articles of Association will be despatched to shareholders of the Company together with the Company's 2020 Annual Report and proxy form for the AGM in April 2021.

DEFINITIONS

In this announcement, the following expressions have the following meanings:

“AGM”	an annual general meeting of the Company to be held on 17 May 2021
“Board”	the board of directors of the Company for the time being
“Articles of Association”	the Articles of Association of the Company
“Company”	BOC Hong Kong (Holdings) Limited, a company incorporated under the laws of Hong Kong, the shares of which are listed on The Stock Exchange of Hong Kong Limited

By Order of the Board
LUO Nan
Company Secretary

Hong Kong, 30 March 2021

As at the date of this announcement, the Board comprises Mr. LIU Liange (Chairman), Mr. SUN Yu (Vice Chairman and Chief Executive), Mr. LIN Jingzhen*, 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*