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中銀香港(控股)有限公司

BOC HONG KONG (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

Stock Codes: 2388 (HKD counter) and 82388 (RMB counter)

Voting Results of Annual General Meeting held on 29 June 2023

The Board of Directors (the “**Board**”) of BOC Hong Kong (Holdings) Limited (the “**Company**”) is pleased to announce the voting results of the Annual General Meeting (the “**AGM**”) of the Company held on Thursday, 29 June 2023 at Four Seasons Grand Ballroom, Level 2, Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong. The AGM was chaired by Mr GE Haijiao, the Chairman of the Company. All Directors of the Company (including Mr TUNG Savio Wai-Hok and Mr KOH Beng Seng who have retired as Directors upon conclusion of the AGM) attended the AGM in person or by means of electronic facilities. As stated in the notice of the AGM dated 28 April 2023, 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 (except Resolution 7) proposed at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions (except Resolution 7) at the AGM. Shareholders and authorised proxies holding an aggregate of 8,546,643,092 shares, representing 80.83629% of the total number of shares of the Company in issue, were present at the AGM.

In accordance with the Listing Rules, any shareholder with a material interest in the Continuing Connected Transactions contemplated thereunder and its close associates are required to abstain from voting. Bank of China Limited and its associates, which have a material interest in the Continuing Connected Transactions, abstained from voting on Resolution 7 at the AGM. The total number of shares held by the Independent Shareholders

entitled to attend and vote for or against Resolution 7 proposed at the AGM was 3,573,949,506. Independent Shareholders and authorised proxies of Independent Shareholders holding an aggregate of 1,605,565,336 shares, representing 15.18584% 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 or Independent 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 2022.	8,541,967,260 99.95692%	3,681,715 0.04308%
	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\$0.910 per share for the year ended 31 December 2022.	8,545,605,062 99.99971%	24,413 0.00029%
	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 GE Haijiao as a Director of the Company.	8,406,228,689 98.37108%	139,197,816 1.62892%
	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 SUN Yu as a Director of the Company.	8,489,903,771 99.35033%	55,517,234 0.64967%
	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
(c)	To re-elect Madam CHENG Eva as a Director of the Company.	8,305,070,222 97.18743%	240,345,783 2.81257%
	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 LEE Sunny Wai Kwong as a Director of the Company.	8,533,953,411 99.86600%	11,451,094 0.13400%
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
4.	To re-appoint PricewaterhouseCoopers 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.	8,448,319,958 98.86141%	97,299,516 1.13859%
	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 10% 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 and the discount rate of issue price shall not exceed 10% of the Company's benchmarked price.	8,451,569,503 98.89953%	94,041,972 1.10047%
	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.	8,539,237,908 99.92540%	6,375,067 0.07460%
	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
7.	To confirm, approve and ratify the Continuing Connected Transactions and the New Caps, as defined and described in the circular dated 26 January 2023 to the shareholders of the Company.	1,582,966,749 98.66804%	21,369,061 1.33196%
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 28 April 2023 (the “**Circular**”) for details of Resolutions 1 to 6. Detail of Resolution 7 was set out in the circular regarding the Continuing Connected Transactions dispatched to the shareholders of the Company on 26 January 2023 (the “**CCT Circular**”). Terms used in the CCT Circular shall have the same meanings when used herein unless the context requires otherwise.

The Circular and the CCT 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
LUO Nan
Company Secretary

Hong Kong, 29 June 2023

As at the date of this announcement and upon conclusion of the AGM, the Board comprises Mr GE Haijiao (Chairman), Mr LIU Jin* (Vice Chairman), Mr SUN Yu (Vice Chairman and Chief Executive), Mr LIN Jingzhen*, Madam CHENG Eva**, Dr CHOI Koon Shum**, Madam FUNG Yuen Mei Anita**, Mr LAW Yee Kwan Quinn** and Mr LEE Sunny Wai Kwong**.*

* *Non-executive Directors*

** *Independent Non-executive Directors*