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## **The Bank of East Asia, Limited**

*(Incorporated in Hong Kong with limited liability in 1918)*

*(Stock Code: 23)*

### **AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE BANK**

*(Special Resolution on item 4 of the Notice of 2012 Annual General Meeting)*

The Board of Directors of The Bank of East Asia, Limited (the “**Bank**”) announces that a special resolution will be proposed at the Annual General Meeting of the Bank to be held on Tuesday, 24<sup>th</sup> April, 2012 (“**2012 AGM**”) to amend the Articles of Association of the Bank (“**Articles of Association**”). A summary of and the reasons for the proposed amendments are set out below:

In January 2012, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) have been amended to permit the chairman of a general meeting, acting in good faith, to allow a resolution which relates purely to a procedural or administrative matter to be voted on by the members on a show of hands, instead of requiring any vote of shareholders to be taken by poll.

Article 57 of the Articles of Association currently requires that all resolutions put to the vote of any general meeting shall be decided on a poll. The Bank considers it appropriate to revise Article 57 in line with such amendments to the Listing Rules, and permit the chairman of the general meeting to allow a resolution relating purely to such procedural or administrative matters to be voted on by a show of hands.

The proposed amendments are set out in full in the Notice of 2012 AGM.

Our legal advisers, Deacons, have confirmed that the proposed amendments comply with the requirements of the Listing Rules and the laws of Hong Kong. The Bank also confirms that there is nothing unusual about the proposed amendments for a bank listed in Hong Kong.

Details of the proposed amendments to the Articles of Association are set out in the 2012 AGM Circular which will be dispatched to the Shareholders of the Bank on 21<sup>st</sup> March, 2012.

For and on behalf of

**The Bank of East Asia, Limited**

**Alson LAW Chun-tak**

*Company Secretary*

Hong Kong, 21<sup>st</sup> March, 2012.

*As at the date of this announcement, the Board of Directors of the Bank comprises Dr. the Hon. Sir David LI Kwok-po (Chairman & Chief Executive); Professor Arthur LI Kwok-cheung\* (Deputy Chairman), Dr. Allan WONG Chi-yun\*\* (Deputy Chairman), Mr. WONG Chung-hin\*\*, Dr. LEE Shau-kee\*\*, Mr. Aubrey LI Kwok-sing\*, Mr. Winston LO Yau-lai\*\*, Tan Sri Dr. KHOO Kay-peng\*, Dr. Thomas KWOK Ping-kwong\*\*, Mr. Richard LI Tzar-kai\*, Mr. Kenneth LO Chin-ming\*\*, Mr. Eric LI Fook-chuen\*, Mr. Stephen Charles LI Kwok-sze\*, Mr. William DOO Wai-hoi\*\*, Mr. KUOK Khoon-ean\*\*, Mr. Valiant CHEUNG Kin-piu\*\* and Dr. Isidro FAINÉ CASAS\*.*

*\* Non-executive Directors*

*\*\* Independent Non-executive Directors*