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**BEA 東亞銀行**

**The Bank of East Asia, Limited**

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

(Stock Code: 23)

**DELETION OF MEMORANDUM OF ASSOCIATION AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE BANK**

*(Special Resolution in item 4 of the Notice of 2014 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 Friday, 2<sup>nd</sup> May, 2014 (“**2014 AGM**”) to delete the Memorandum of Association and amend the Articles of Association of the Bank (“**Articles of Association**”).

In order to take into account changes to company legislation resulting from the commencement of the new Companies Ordinance (Chapter 622 of the Laws of Hong Kong), including the removal of the requirement to have a memorandum of association, the abolition of the par value regime, the reduction of the threshold requirement for members to demand a poll, the removal of the power to issue share warrants to bearers and the changes to the requirements regarding sealing, the Bank plans to delete the Memorandum of Association of the Bank in its entirety and amend certain of the Articles of Association and to renumber the Articles of Association. The proposal also contains some housekeeping amendments.

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 2014 AGM Circular which will be dispatched to the Shareholders of the Bank on 25<sup>th</sup> March, 2014.

For and on behalf of  
**The Bank of East Asia, Limited**  
**Alson LAW Chun-tak**  
*Company Secretary*

Hong Kong, 25<sup>th</sup> March, 2014.

*As at the date of this announcement, the Board 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\*\*, 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\*\*, Dr. Isidro FAINÉ CASAS\* and Mr. Peter LEE Ka-kit\*.*

\* *Non-executive Directors*

\*\* *Independent Non-executive Directors*