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

**東亞銀行有限公司**

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

(Stock Code: 23)

### **DESPATCH OF CIRCULAR IN RELATION TO POSSIBLE OFF-MARKET SHARE BUY-BACK AND SPECIAL ARRANGEMENTS FOR THE EGM**

Reference is made to (i) the announcement made by The Bank of East Asia, Limited (the “**Bank**”) dated 28<sup>th</sup> January, 2022 in relation to a possible off-market share buy-back by the Bank (the “**Announcement**”); and (ii) the announcement of the Bank dated 18<sup>th</sup> February, 2022 in relation to the delay in despatch of the circular of the Bank in relation to the Share Buy-back (the “**Circular**”). Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as given to them in the Announcement.

The Circular containing, among others: (i) details of the Buy-back Deed; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders on the Share Buy-back and the Buy-back Deed; and (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders on the Share Buy-back and the Buy-back Deed, is despatched to the Shareholders on 9<sup>th</sup> March, 2022.

The Independent Shareholders are advised to read the Circular carefully, in particular the letter of recommendation from the Independent Board Committee to the Independent Shareholders and the letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders which contain their respective recommendations to the Independent Shareholders regarding the Buy-back Deed and the Share Buy-back. The Independent Shareholders are advised to read those letters before deciding to how to vote on the resolution to be proposed at the EGM.

## Special Arrangements for the EGM

According to the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation in force, including a ban on the conducting of physical general meeting of companies, the EGM will be held at 2/F, The Bank of East Asia Building, 10 Des Voeux Road Central, Hong Kong on Monday, 28<sup>th</sup> March, 2022 at 11:30 a.m. with the minimum number of persons present as is legally required to form a quorate meeting by Directors or other senior staff members who are Shareholders or proxy.

Given the above, **NO OTHER SHAREHOLDER, PROXY OR CORPORATE REPRESENTATIVE SHOULD ATTEND THE EGM IN PERSON. Any other person who attempts to do so will be excluded and will not be permitted entry to the venue of the EGM.**

Shareholders wishing to attend and vote at the EGM electronically should follow the instructions on the notification letter (the “**Notification Letter**”) to be sent by the Bank’s share registrar, Tricor Standard Limited, on the day after the date of this Circular, on how to access the webcast. You will be able to access the live webcast at the start of the EGM until its conclusion.

Shareholders who wish to attend the EGM electronically and exercise his/her voting rights can be achieved in one of the following ways:

- (1) attend the EGM electronically according to the Notification Letter which enables live streaming and interactive platform for submitting questions and voting online; or
- (2) appoint the chairman of the EGM or other persons as his/her proxy by providing their email address for receiving the designated log-in username and password to attend and vote on his/her behalf electronically.

Your proxy’s authority and instruction will be revoked if you attend and vote electronically at the EGM.

If you are a non-registered Shareholder, you should contact your banks, brokers, custodians, nominees or HKSCC Nominees Limited through which your shares are held (as the case may be) (collectively the (“**Intermediary**”) and instruct the Intermediary to appoint you as proxy or corporate representative to attend and vote at the EGM electronically and in doing so, you will be asked to provide your email address. The login details will be emailed to you by the Bank’s share registrar, Tricor Standard Limited.

**The Bank strongly encourages Shareholders to appoint the chairman of the EGM as his/her proxy to exercise his/her right to vote at the EGM in accordance with his/her instructions and to return his/her proxy form(s) to the Bank’s share registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong or via the designated URL (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the Notification Letter as soon as possible and in any event not**

**less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). This is to ensure that your vote is counted if you are unable to attend electronically on the day of the EGM.**

**Completion and return of the form of proxy will not preclude a member from attending and voting at the EGM electronically or any adjournment thereof (as the case may be) and, in such event, the instrument appointing a proxy shall be deemed to be revoked.**

For those non-registered holders whose shares are held in the Central Clearing and Settlement System, they are strongly encouraged to vote through HKSCC Nominees Limited by giving instructions to their brokers or custodians.

If you would like to submit a question on the business of the meeting in advance, please send your questions to the email account (BEA0023-EGM@hk.tricorglobal.com) or call us at +852 2980-1333 for further assistance if any.

You can also submit questions during the EGM through the webcast link provided or you can call +852 2980-1333. The Board will arrange for as many of the questions asked to be answered as possible at the EGM.

Subject to the development of the COVID-19 pandemic, the Bank may be required to change the meeting arrangements for the EGM at short notice. Shareholders are advised to check the websites of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.hkbea.com](http://www.hkbea.com)) for further announcement(s) and update(s) on such arrangements and/or further special measures to be taken.

**The Shareholders and potential investors in the Bank should be aware that the proposed Share Buy-back is subject to the conditions set out in the Circular, and consequently the proposed Share Buy-back may or may not proceed. Accordingly, they are advised to exercise caution when dealing in the Shares and the other securities of the Bank.**

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

Hong Kong, 9<sup>th</sup> March, 2022

*As at the date of this announcement, the Board of Directors of the Bank comprises Dr. the Hon. Sir David LI Kwok-po# (Executive Chairman), Professor Arthur LI Kwok-cheung\* (Deputy Chairman), Dr. Allan WONG Chi-yun\*\* (Deputy Chairman), Mr. Aubrey LI Kwok-sing\*, Mr. Winston LO Yau-lai\*, Mr. Stephen Charles LI Kwok-sze\*, Mr. Adrian David LI Man-kiu# (Co-Chief Executive), Mr. Brian David LI Man-bun# (Co-Chief Executive), Dr. Daryl NG Win-kong\*, Mr. Masayuki OKU\*, Dr. the Hon. Rita FAN HSU Lai-tai\*\*, Mr. Meocre LI Kwok-wing\*\*, Dr. the Hon. Henry TANG Ying-yen\*\*, Dr. Delman LEE\*\*, Mr. William Junior Guilherme DOO\*\*, Dr. David MONG Tak-yeung\*\* and Dr. Francisco Javier SERRADO TREPAT\*.*

*# Executive Director*

*\* Non-executive Director*

*\*\* Independent Non-executive Director*

*All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*