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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)

### ANNOUNCEMENT

#### EXTRAORDINARY GENERAL MEETING HELD ON 28<sup>TH</sup> MARCH, 2022 - POLL RESULT

Reference is made to the circular of The Bank of East Asia, Limited (the “**Bank**”) dated 9<sup>th</sup> March, 2022 in relation to a possible off-market share buy-back by the Bank (the “**Circular**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as given to them in the Circular.

At the Extraordinary General Meeting of the Bank held on 28<sup>th</sup> March, 2022 (the “**EGM**”), a poll was demanded by the Chairman for voting on the proposed resolution as set out in the notice of EGM dated 9<sup>th</sup> March, 2022. The resolution was voted on by poll and was approved by the Independent Shareholders as a special resolution. Accordingly, each of the Elliott Parties (pursuant to the Deed of Undertaking) and the Bank executed the Buy-back Deed immediately after the conclusion of the EGM.

The poll result in respect of the resolution was as follows:

Special Resolution	No. of Votes (%) <sup>Note</sup>	
	For	Against
THAT:		
(a) the terms of the agreed form of the Buy-back Deed (a copy of which is tabled at the EGM and marked “A” and initialled by the chairman of the EGM for identification purposes) proposed to be entered into between the Bank and each of the Elliott Parties in relation to an off-market share buy-back by the Bank of 246,510,173 Shares held by the Elliott Parties on the terms contained therein at an aggregate consideration of HK\$2,903,889,837.94, be and are hereby approved; and	2,125,839,994 (99.93%)	1,398,637 (0.07%)
(b) the Directors (or a duly authorised person thereof) of the Bank be and are hereby authorised to take all such steps to implement and give effect to the Buy-back Deed and the transactions thereunder (including but not limited to the execution of all documents or deeds as they may consider necessary or appropriate in relation thereto and the making of any changes, modifications, amendments, waivers, variations or extensions of such terms and conditions) as they think fit.		
As more than 75% of the votes were cast in favour of the resolution, the resolution was carried.		

Note: The number of votes and percentage are based on the total number of Shares held by the Independent Shareholders who voted at the EGM in person or by proxy or corporate representative electronically.

Except Dr. Allan WONG Chi-yun and Mr. Masayuki OKU who were engaged in other business and unable to attend the EGM, all other Directors of the Bank, namely Dr. the Hon. Sir David LI Kwok-po, Professor Arthur LI Kwok-cheung, Mr. Aubrey LI Kwok-sing, Mr. Winston LO Yau-lai, Mr. Stephen Charles LI Kwok-sze, Mr. Adrian David LI Man-kiu, Mr. Brian David LI Man-bun, Dr. Daryl NG Win-kong, 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, attended the EGM, either in person or online.

Notes:

- (1) The total number of issued shares of the Bank as at the date of the EGM: 2,922,635,532 Shares.
- (2) The number of Shares entitling the Independent Shareholders to attend and vote on the resolution at the EGM: 2,676,125,359 Shares.
- (3) The number of Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules: Nil.
- (4) The number of Shares of holders that are required under the Listing Rules to abstain from voting: 246,510,173 Shares.
- (5) As required by the Share Buy-back Code, the Elliott Parties (which beneficially hold in aggregate 246,510,173 Shares, representing approximately 8.43% of the total number of issued Shares) and any parties acting in concert with them abstained from voting on the resolution proposed at the EGM for approving the Buy-back Deed and the Share Buy-back.  
  
Save for the Elliott Parties and any parties acting in concert with them, no other Shareholder was required to abstain from voting on the resolution approving the Buy-back Deed and the Share Buy-back.
- (6) No parties stated their intention in the Circular to vote against on the relevant resolution at the EGM.
- (7) The poll result was subject to scrutiny by KPMG, Certified Public Accountants, whose work was limited to certain procedures requested by the Bank to agree the poll result summary prepared by the Bank to voting receipts generated and provided by the Bank to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

The Board is also pleased to announce that the Executive has granted its approval of the Share Buy-back under Rule 2 of the Share Buy-back Code, subject to the fulfilment of the conditions set out therein.

**Shareholders and potential investors in the Bank should be aware that completion of 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, 28<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.*