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(Stock code: 11)

Poll Results of Annual General Meeting held on 13 May 2011

At the Annual General Meeting of Hang Seng Bank Limited (the "Bank") held on 13 May 2011 (the "AGM"), all the resolutions were approved by shareholders by poll voting. The number of shares represented by votes for and against the respective resolutions at the AGM was as follows:

Resolutions		No. of Votes (%)	
		For	Against
1	To adopt the reports and audited financial statements for 2010. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,366,891,146 (99.999829%)	2,337 (0.000171%)
2(a)	To re-elect Dr Raymond K F Ch'ien as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,356,687,317 (99.248930%)	10,266,785 (0.751070%)
2(b)	To re-elect Dr Marvin K T Cheung as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,364,390,026 (99.816085%)	2,513,936 (0.183915%)
2(c)	To elect Ms L Y Chiang as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,366,174,900 (99.947212%)	721,552 (0.052788%)
2(d)	To re-elect Mr Jenkin Hui as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,358,780,746 (99.408314%)	8,087,565 (0.591686%)
2(e)	To elect Ms Sarah C Legg as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,363,031,119 (99.719738%)	3,830,799 (0.280262%)
2(f)	To elect Mr Mark S McCombe as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,363,031,991 (99.718658%)	3,845,599 (0.281342%)
2(g)	To elect Mr Michael W K Wu as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,365,457,519 (99.894644%)	1,440,113 (0.105356%)
3	To fix the remuneration of the Directors. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,366,397,005 (99.965903%)	466,058 (0.034097%)

Resolutions		No. of Votes (%)	
		For	Against
4	To re-appoint KPMG as Auditor and to authorise the Directors to fix their remuneration.	1,363,461,058 (99.800450%)	2,726,231 (0.199550%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			
5	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital.	1,366,575,447 (99.991030%)	122,587 (0.008970%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			
6	To grant a general mandate to the Directors to issue additional shares which shall not in aggregate exceed, except in certain specific circumstances such as pursuant to a rights issue or any scrip dividend scheme, 20%, or 5% where the shares are to be allotted wholly for cash, of the issued share capital.	1,231,891,324 (90.238298%)	133,262,223 (9.761702%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			

The total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM was 1,911,842,736 shares. None of these 1,911,842,736 shares were shares entitling the holders to attend and vote only against any of the resolutions at the AGM.

No shareholders were required to abstain from voting on any of the resolutions at the AGM. No person has indicated in the circular containing the notice of the AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited acted as scrutineer for the vote-taking at the AGM.

As at the date hereof, the Board of Directors of the Bank comprises Dr Raymond K F Ch'ien* (Chairman), Mrs Margaret Leung (Vice-Chairman and Chief Executive), Dr John C C Chan*, Dr Marvin K T Cheung*, Ms L Y Chiang*, Mr Jenkin Hui*, Ms Sarah C Legg#, Mr William W Leung, Dr Eric K C Li*, Dr Vincent H S Lo#, Mr Mark S McCombe#, Mrs Dorothy K Y P Sit#, Mr Richard Y S Tang*, Mr Peter T S Wong# and Mr Michael W K Wu*.

Non-executive Directors

* *Independent Non-executive Directors*

For and on behalf of
Hang Seng Bank Limited
C C Li
Secretary

Hong Kong, 13 May 2011

Hang Seng Bank Limited
Incorporated in Hong Kong with limited liability
Registered Office and Head Office: 83 Des Voeux Road Central, Hong Kong

Member HSBC Group