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(Stock code: 11)

Poll Results of the 2022 Annual General Meeting and Stepping down of Directors

Poll Results of Annual General Meeting held on 5 May 2022

At the Annual General Meeting of Hang Seng Bank Limited (the “Bank”) held on 5 May 2022 (the “2022 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 2022 AGM was as follows:

Resolutions		No. of Votes (%)	
		For	Against
1	To adopt the reports and audited financial statements for 2021.	1,420,057,680 (99.954288%)	649,437 (0.045712%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(a)	To elect Diana Cesar as Director.	1,394,504,063 (98.155633%)	26,203,054 (1.844367%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(b)	To elect Cordelia Chung as Director.	1,420,665,805 (99.997092%)	41,312 (0.002908%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(c)	To elect Clement K M Kwok as Director.	1,417,354,780 (99.764037%)	3,352,337 (0.235963%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(d)	To elect David Y C Liao as Director.	1,388,348,348 (97.722348%)	32,358,769 (2.277652%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(e)	To elect Xiao Bin Wang as Director.	1,389,899,592 (97.831536%)	30,807,525 (2.168464%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
3	To re-appoint PricewaterhouseCoopers as auditor and to authorise the Directors to determine the remuneration of the auditor.	1,416,013,540 (99.671596%)	4,665,560 (0.328404%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
4	To grant a general mandate to the Directors to buy-back shares not exceeding 10% of the number of shares in issue.	1,419,853,477 (99.939914%)	853,640 (0.060086%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		

Resolutions		No. of Votes (%)	
		For	Against
5	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 number of shares in issue.	1,229,296,676 (86.527101%)	191,410,441 (13.472899%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			
6	Special Resolution: To amend the Articles of Association.	1,420,699,617 (99.999472%)	7,500 (0.000528%)
As the required majority of the votes were obtained, the resolution was duly passed as a special resolution.			

As at the date of the 2022 AGM, a total of 1,911,842,736 shares of the Bank were in issue which was the total number of shares entitling the holders to attend and vote on all the resolutions at the 2022 AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the 2022 AGM. No person has indicated in the circular containing the notice of the 2022 AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the 2022 AGM.

Computershare Hong Kong Investor Services Limited, the Bank's registrar, acted as scrutineer for the vote-taking at the 2022 AGM.

Irene Lee (Chairman), Diana Cesar (Chief Executive), John Chan, L Y Chiang, David Liao, Vincent Lo, Kenneth Ng and Xiao Bin Wang attended the 2022 AGM in person, while all other Directors attended the 2022 AGM by electronic means.

Stepping down of Directors

With effect from the conclusion of the 2022 AGM, John Chan has retired as a Director, and Vincent Lo has stepped down as a Director in order to spend more time pursuing his personal and business interests. Both Dr Chan and Dr Lo have confirmed that they have no disagreement with the Board and that they are not aware of any matter relating to their stepping down from the Board that needs to be brought to the attention of the shareholders of the Bank.

The Board would like to express its gratitude to Dr Chan and Dr Lo for their wise counsel and invaluable contributions to the Bank during their tenure of office and wish them all the best in the future.

As at the date hereof, the Board of Directors of the Bank comprises Irene Y L Lee* (Chairman), Diana Cesar (Chief Executive), L Y Chiang*, Cordelia Chung*, Kathleen C H Gan#, Clement K M Kwok*, David Y C Liao#, Kenneth S Y Ng*, Xiao Bin Wang* and Michael W K Wu*.

* *Independent Non-executive Directors*

Non-executive Directors

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

Hong Kong, 5 May 2022

恒生銀行有限公司
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