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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of the members of The Bank of East Asia, Limited (the “**Bank**”) will be held at 2/F, The Bank of East Asia Building, 10 Des Voeux Road Central, Hong Kong on Monday, 28th March, 2022 at 11:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendment the following resolution as a special resolution. Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Bank dated 9th March, 2022 (the “**Circular**”):

“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
- (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.”

By Order of the Board
Alson LAW Chun-tak
Company Secretary

Hong Kong, 9th March, 2022

Notes:

- (a) *As set out in the Special Arrangements for EGM detailed in the Circular, the EGM will be held 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. **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.***
- (b) *We are enabling Shareholders to participate electronically at the EGM. Shareholders wishing to attend and vote at the EGM electronically should follow the instructions set out in 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 the Circular. **As Shareholders will not be permitted to attend the EGM in person, 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-meeting.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.*****
- (c) *For the purpose of determining the Shareholders who are entitled to attend and vote at the EGM, the Register of Members will be closed from Wednesday, 23rd March, 2022 to Monday, 28th March, 2022 (both days inclusive). In order to qualify for voting at the EGM, all transfer documents accompanied by the relevant share certificates should be lodged for registration with Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong by 4:00 p.m. on Tuesday, 22nd March, 2022.*
- (d) *Due to the potentially unpredictable 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) and the Bank (www.hkbea.com) for further announcement(s) and update(s) on such arrangements and/or further special measures to be taken.*
- (e) *As set out in the Letter from the Board included in the Circular, the resolution set out in this Notice shall be voted on by poll and the Board recommends the Shareholders to vote in favour of the resolution to be proposed at the EGM. Please refer to the Circular for details of the matters for which the resolution is concerned.*

- (f) *If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at or at any time after 8:30 a.m. on the date of the EGM, the meeting will be postponed or adjourned. The Bank will post an announcement on the websites of Hong Kong Exchanges and Clearing Limited and the Bank to notify Shareholders of the date, time and place of the rescheduled meeting. The EGM will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force.*

As at the date of this Notice, 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*