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(Stock code: 11)

Poll Results of the 2023 Annual General Meeting and Retirement of Director

Poll Results of Annual General Meeting held on 4 May 2023

At the Annual General Meeting of Hang Seng Bank Limited (the “Bank”) held on 4 May 2023 (the “2023 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 2023 AGM was as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1	To adopt the reports and audited financial statements for 2022.	1,411,783,542 (99.983664%)	230,669 (0.016336%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(a)	To re-elect Kathleen C H Gan as Director.	1,408,754,129 (99.768609%)	3,267,294 (0.231391%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(b)	To elect Patricia S W Lam as Director.	1,410,867,838 (99.917849%)	1,159,999 (0.082151%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(c)	To elect Huey Ru Lin as Director.	1,410,846,036 (99.917585%)	1,163,712 (0.082415%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(d)	To re-elect Kenneth S Y Ng as Director.	1,408,687,699 (99.764623%)	3,323,549 (0.235377%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		
2(e)	To elect Say Pin Saw as Director.	1,404,842,282 (99.492287%)	7,168,966 (0.507713%)
	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.	1,400,487,464 (99.184959%)	11,508,346 (0.815041%)
	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.	1,410,643,513 (99.902073%)	1,382,757 (0.097927%)
	As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.		

Ordinary 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.	1,244,848,941 (88.163154%)	167,134,287 (11.836846%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			
Special Resolution		No. of Votes (%)	
		For	Against
6	To adopt the new Articles of Association.	1,391,818,598 (98.573855%)	20,136,522 (1.426145%)
As the required majority of the votes were obtained, the resolution was duly passed as a special resolution.			

As at the date of the 2023 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 2023 AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the 2023 AGM. No person has indicated in the circular containing the notice of the 2023 AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the 2023 AGM.

Computershare Hong Kong Investor Services Limited, the Bank's registrar, acted as scrutineer for the vote-taking at the 2023 AGM.

All Directors attended the 2023 AGM in person or by electronic means.

Retirement of Director

With effect from the conclusion of the 2023 AGM, Michael Wu has retired as an Independent Non-executive Director of the Bank and ceased to be the Chairman of the Remuneration Committee and a member of the Nomination Committee and the Risk Committee, in order to devote more time to his other commitments and areas of interest. Mr Wu has confirmed that he has no disagreement with the Board and that he is not aware of any matter relating to his retirement 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 Mr Wu for his wise counsel and guidance to the Bank during his tenure of office and wish him 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), Cordelia Chung*, Kathleen C H Gan#, Clement K M Kwok*, Patricia S W Lam*, David Y C Liao#, Huey Ru Lin*, Kenneth S Y Ng*, Say Pin Saw and Xiao Bin Wang*.

* *Independent Non-executive Directors*

Non-executive Directors

For and on behalf of

Hang Seng Bank Limited

Cheung Ka Ki

Company Secretary and Head of Corporate Governance

Hong Kong, 4 May 2023

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