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POLL RESULTS OF THE 2024 ANNUAL GENERAL MEETING AND CHANGE TO BOARD COMPOSITION

Poll Results of Annual General Meeting held on 8 May 2024

At the Annual General Meeting of Hang Seng Bank Limited (**the “Bank”**) held on 8 May 2024 (**the “2024 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 2024 AGM was as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1	To receive and consider the audited financial statements and the Reports of the Directors and of the Auditor for the year ended 31 December 2023.	1,401,131,666 (99.961957%)	533,242 (0.038043%)
2	To re-elect Irene Y L Lee as Director of the Bank.	1,370,099,966 (97.746278%)	31,590,204 (2.253722%)
3	To adjust the Non-executive Directors’ remuneration.	1,401,170,432 (99.969209%)	431,561 (0.030791%)
4	To re-appoint PricewaterhouseCoopers as auditor of the Bank and to authorise the Directors of the Bank to determine the auditor’s remuneration.	1,398,461,149 (99.772327%)	3,191,184 (0.227673%)
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. <i>(Note)</i>	1,236,693,606 (88.229485%)	164,984,764 (11.770515%)
6	To grant a general mandate to the Directors to buy-back shares not exceeding 10% of the number of shares in issue. <i>(Note)</i>	1,401,241,598 (99.969631%)	425,678 (0.030369%)
As the required majority of the votes were obtained, all the resolutions were duly passed as ordinary resolutions.			

Note: The full wording of the resolutions is set out in the notice of 2024 AGM.

As at the date of the 2024 AGM, a total of 1,909,708,736 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 2024 AGM.

There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the 2024 AGM. As a good corporate governance practice, all Non-executive Directors of the Bank who are shareholders have abstained from voting on the resolution 3 relating to their remuneration at the 2024 AGM. No other person has indicated in the circular containing the notice of the 2024 AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the 2024 AGM.

Computershare Hong Kong Investor Services Limited, the Bank's Share Registrar, acted as scrutineer for the vote-taking at the 2024 AGM.

All Directors attended the 2024 AGM in person or by electronic means.

Change to Board Composition

With effect from the conclusion of the 2024 AGM, Kenneth S Y Ng has stepped down as an Independent Non-executive Director of the Bank and ceased to be the Chairman of the Risk Committee and a member of the Nomination Committee, in order to devote more time to his other commitments and areas of interest. Mr Ng has confirmed that he has no disagreement with the Board and that he is not aware of any matter relating to his 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 Mr Ng for his wise counsel and invaluable contribution to the Bank during his tenure of office and wish him all the best in his future endeavours.

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*, Say Pin Saw and Xiao Bin Wang*.

Non-executive Directors

* *Independent Non-executive Directors*

For and on behalf of

Hang Seng Bank Limited

Cheung Ka Ki

Company Secretary and Head of Corporate Governance

Hong Kong, 8 May 2024

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