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(Incorporated in Hong Kong with limited liability)  
(Stock Code: 388)

## Poll Results of the 2010 Annual General Meeting and Re-appointment of Government Appointed Directors

### Poll Results of the 2010 Annual General Meeting

At the Annual General Meeting of Hong Kong Exchanges and Clearing Limited (“HKEx”) held on 22 April 2010 (“AGM”), a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the Notice of Annual General Meeting dated 18 March 2010.

As at the date of the AGM, a total of 1,077,543,346 shares were in issue and entitled the holders of which to attend and vote at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM. However, to demonstrate a good corporate governance practice, all Directors who are shareholders had abstained from voting on Resolutions 6(a) and 6(b) concerning remuneration of non-executive Directors and members of certain Board committees.

The poll results are set out as follows:

Resolutions		No. of Votes (%)		Passed by shareholders
		For	Against	
<b>Ordinary Resolutions</b>				
1	To receive the Audited Accounts for the year ended 31 December 2009 together with the Directors’ Report and Auditor’s Report	373,416,372 (99.819%)	677,054 (0.181%)	Yes
2	To declare a final dividend of HK\$2.09 per share	408,465,918 (99.999%)	3,000 (0.001%)	Yes
3(a)	To elect Mr John Estmond STRICKLAND as a Director	407,352,121 (99.830%)	692,297 (0.170%)	Yes
3(b)	To elect Mr WONG Sai Hung, Oscar as a Director	408,002,521 (99.883%)	476,897 (0.117%)	Yes
4	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Directors to fix the Auditor’s remuneration	405,879,370 (99.469%)	2,165,648 (0.531%)	Yes
5	To grant a general mandate to the Directors to repurchase HKEx’s shares, not exceeding 10% of HKEx’s issued share capital as at the date of this Resolution	408,446,455 (99.989%)	43,563 (0.011%)	Yes

Resolutions		No. of Votes (%)		Passed by shareholders
		For	Against	
6(a)	To approve the remuneration of HK\$500,000 and HK\$350,000 be payable to the Chairman and each of the other non-executive Directors respectively for their service during the period between the conclusion of each annual general meeting and the conclusion of the annual general meeting to be held in the immediately following year until shareholders otherwise determine	400,471,089 (99.986%)	55,654 (0.014%)	Yes
6(b)	To approve, in addition to the remuneration of HK\$50,000 per annum, an attendance fee of HK\$2,500 per meeting be payable to the chairman and every member (excluding Executive Director) of certain Board committees	400,182,489 (99.987%)	53,304 (0.013%)	Yes
<b>Special Resolution</b>				
7	To approve the amendments to the Articles of Association	165,911,642 (40.625%)	242,488,574 (59.375%)	No

Messrs John Estmond Strickland and Wong Sai Hung, Oscar were re-elected as Directors, each for a term of approximately 3 years from 22 April 2010 until the conclusion of the annual general meeting to be held in 2013.

The poll results were subject to scrutiny by Grant Thornton, Certified Public Accountants, whose work was limited to certain procedures requested by HKEx to agree the poll results summary prepared by HKEx to poll forms collected and provided by HKEx's registrar, Hong Kong Registrars Limited, to Grant Thornton. The work performed by Grant Thornton in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

### Re-appointment of Government Appointed Directors

HKEx also welcomes the re-appointment of Mr Ronald Joseph Arculli, Mrs Cha May-Lung, Laura and Dr Cheng Mo Chi, Moses as Government Appointed Directors each for a term of approximately 2 years from the close of the AGM until the conclusion of the annual general meeting of HKEx to be held in 2012.

By order of the Board  
**Hong Kong Exchanges and Clearing Limited**  
**Joseph Mau**  
Company Secretary

Hong Kong, 22 April 2010

As at the date of this announcement, the Board of Directors of HKEx comprises 12 Independent Non-executive Directors, namely Mr Ronald Joseph ARCULLI, Mrs CHA May-Lung, Laura, Mr CHAN Tze Ching, Ignatius, Dr CHENG Mo Chi, Moses, Dr CHEUNG Kin Tung, Marvin, Mr HUI Chiu Chung, Stephen, Dr KWOK Chi Piu, Bill, Mr LEE Kwan Ho, Vincent Marshall, Mr LEE Tze Hau, Michael, Mr John Estmond STRICKLAND, Mr John Mackay McCulloch WILLIAMSON and Mr WONG Sai Hung, Oscar, and one Executive Director, Mr LI Xiaojia, Charles, who is also the Chief Executive.