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香港交易及結算所有限公司
HONG KONG EXCHANGES AND CLEARING LIMITED

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

Poll Results of the 2022 Annual General Meeting

Hong Kong Exchanges and Clearing Limited (“HKEX”) announces that at its Annual General Meeting held on 27 April 2022 (“AGM”), all proposed resolutions as set out in the notice of AGM dated 16 March 2022 (“AGM Notice”) were passed on a poll. All directors of HKEX (“Directors”) attended the AGM in person or by electronic means.

As at the date of the AGM, a total of 1,267,836,895 shares of HKEX were in issue and the holders of which (“Shareholders”) were entitled 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 Non-executive Directors who are Shareholders had abstained from voting at the AGM on Resolutions 6(a) to (c) regarding the payment of remuneration to Non-executive Director(s) serving as the chairman or a member of the Listing Operation Governance Committee of HKEX and the adjustment of the remuneration of Non-executive Directors.

The poll results are set out below.

Ordinary Resolutions		Number of Votes (%) ¹		Passed by Shareholders
		For	Against	
1	To receive the audited financial statements for the year ended 31 December 2021 together with the Reports of the Directors and Auditor thereon	602,136,054 (99.43%)	3,449,864 (0.57%)	Yes
2	To elect Apurv Bagri as Director	594,291,991 (98.18%)	10,996,229 (1.82%)	Yes
3	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Directors to fix its remuneration	550,333,828 (90.88%)	55,252,089 (9.12%)	Yes
4	To grant a general mandate to the Directors to buy back shares of HKEX, not exceeding 10% of the number of issued shares of HKEX as at the date of this Resolution ²	603,478,232 (99.65%)	2,107,386 (0.35%)	Yes
5	To grant a general mandate to the Directors to allot, issue and deal with additional shares of HKEX, not exceeding 10% of the number of issued shares of HKEX as at the date of this Resolution, and the discount for any shares to be issued shall not exceed 10% ²	599,058,587 (98.92%)	6,527,031 (1.08%)	Yes

Ordinary Resolutions		Number of Votes (%) ¹		Passed by Shareholders
		For	Against	
6(a)	To approve remuneration of HK\$250,000 and HK\$160,000 per annum respectively be payable to the chairman and each of the other members (being Non-executive Directors of HKEX) of the Listing Operation Governance Committee of HKEX since the establishment of the committee in 2021 ²	604,575,402 (99.89%)	657,511 (0.11%)	Yes
6(b)	To approve remuneration of HK\$3,500,000 and HK\$920,000 per annum respectively be payable to HKEX's Chairman and other Non-executive Directors for 2022/2023 or after ²	604,038,843 (99.84%)	979,776 (0.16%)	Yes
6(c)	To approve remuneration of (i) HK\$300,000 and HK\$180,000 per annum respectively be payable to the chairman and each of the other members (being Non-executive Directors of HKEX) of the Audit Committee, Remuneration Committee and Risk Committee of HKEX, and (ii) HK\$250,000 and HK\$170,000 per annum respectively be payable to the chairman and each of the other members (being Non-executive Directors of HKEX) of the Board Executive Committee, Corporate Social Responsibility Committee, Investment Committee, Listing Operation Governance Committee and Nomination and Governance Committee of HKEX, for 2022/2023 or after ²	603,801,643 (99.80%)	1,216,976 (0.20%)	Yes

Notes:

1. All percentages rounded to two decimal places
2. The full text of Resolutions 4, 5, 6(a), 6(b) and 6(c) is set out in the AGM Notice.

Mr Apurv Bagri was re-elected as Director for a term of approximately three years from 27 April 2022 until the conclusion of the annual general meeting to be held in 2025.

The poll results were subject to scrutiny by BDO Limited ("BDO"), Certified Public Accountants, whose work was limited to certain procedures requested by HKEX to agree the poll results summary prepared and provided by the registrar of HKEX, Hong Kong Registrars Limited ("HKRL"), to the poll details collected and provided by HKRL to BDO. The work performed by BDO 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.

By Order of the Board
Hong Kong Exchanges and Clearing Limited
David Fu
Group Company Secretary

Hong Kong, 27 April 2022

Following the conclusion of the AGM, HKEX's Board of Directors comprises 12 Independent Non-executive Directors, namely Mrs Laura May-Lung CHA (Chairman)^{Note}, Mr Nicholas Charles ALLEN, Mr Apurv BAGRI, Mr CHEAH Cheng Hye, Ms CHEUNG Ming Ming, Anna, Mrs CHOW WOO Mo Fong, Susan, Mr Rafael GIL-TIENDA, Mr HUNG Pi Cheng, Benjamin, Ms LEUNG Nisa Bernice Wing-Yu, Mr LEUNG Pak Hon, Hugo, Mr YIU Kin Wah, Stephen and Mr ZHANG Yichen, and one Executive Director, Mr Alejandro Nicolas AGUZIN, who is also the Chief Executive of HKEX.

Note: The re-appointment of Mrs Cha as the Chairman is subject to the written approval of the Chief Executive of the Hong Kong Special Administrative Region.