

## Hong Kong Exchanges and Clearing Limited (“HKEX” or “Company”) Shareholders’ Guide

### PURPOSE

This Guide aims to set out the frequently asked questions of HKEX’s registered shareholders<sup>1</sup> (“Shareholders”) and the answers thereto with the objective of providing Shareholders with the necessary information about their share interest in the Company in order to enable them to exercise their rights in an informed manner.

### FREQUENTLY ASKED QUESTIONS AND ANSWERS

#### General

#### 1. Who is the Company’s share registrar and how can I contact it?

The Company’s registrar is Computershare Hong Kong Investor Services Limited and its contact details can be found on the [Investor Relations \(Shareholder Services\) section](#) of the HKEX Group website.

You may send your enquiries to the Company’s registrar by submitting the Online Request Form via the QR code on the right.



QR code of Online Request Form  
for shareholders

#### 2. How can I buy and trade HKEX shares?

You can buy and sell HKEX shares through a stockbroker or a bank that offers a share dealing service in Hong Kong. HKEX shares can be traded under HKD-RMB Dual Counter. The commission rates charged by stockbrokers and banks for buying and selling shares might vary.

#### Share Certificates

#### 3. What should I do if I lose my share certificate?

You should report the loss of any share certificate to the Company’s registrar and apply for the issue of a replacement share certificate as soon as possible. A replacement share certificate will be issued subject to compliance with such conditions as to evidence and indemnity as the Company may consider appropriate, and payment of the scrip fee and relevant administration costs involved.

Before a replacement share certificate is issued, the Company is obliged to follow the statutory procedures as prescribed in Sections 164 to 166 of the [Companies Ordinance](#) (Chapter 622 of the Laws of Hong Kong) in connection with the replacement of lost share certificates, which include, among other things, publication of a Notice of Intention to Issue New Certificate and a Notice of Cancellation of Original Share Certificate and Issue of New Certificate. The said notices are available on the [Investor Relations \(Shareholder Services\) section](#) of the HKEX Group website.

Depending on the value of the shares for which the replacement certificate to be issued, it may take 10 to 20 weeks to go through all statutory procedures as prescribed in the [Companies Ordinance](#).

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<sup>1</sup> Registered shareholders refer to such persons or companies whose names are entered in HKEX’s register of members in respect of their HKEX shares and they have share certificates evidencing their titles to the HKEX shares held.

#### **4. What should I do if I want to change my address?**

You should contact the Company's registrar to obtain an amendment form for updating your address.

#### **Dividends**

#### **5. What is HKEX's dividend policy?**

HKEX Board has adopted a policy of paying regular dividends with a normal target payout ratio of 90 per cent of the HKEX Group's profit for the year (excluding the financial results of HKEX Foundation Limited). More information about HKEX's dividend policy is set out in the Shareholder Information section of HKEX's [Annual Report](#). Information about dividend payments, amounts and key dates is set out on the [Shareholder Information \(Dividend\)](#) page under the Investor Relations section of the HKEX Group website.

#### **6. When are dividends paid and when are HKEX shares traded ex-dividend?**

HKEX currently pays dividends twice a year. Interim dividends are paid in September/October in respect of the six months ended 30 June and second interim dividends are paid in March/April in respect of the year ended 31 December. Details of HKEX's dividend payments, including the ex-dividend dates and the record dates of dividends, can be found on the page under the [Shareholders Information \(Financial Calendar\) Investor Relations section](#) of the HKEX Group website.

#### **7. What should I do if I want my dividends paid directly into my bank account?**

You need to complete and sign the "Dividend Instruction" printed on the counterfoil of the notice of dividend, and return it by mail or in person to the Company's registrar (fax or email submission is not acceptable). You can also contact the Company's registrar to obtain an amendment form for updating your dividend instruction.

#### **8. Does HKEX offer a scrip dividend alternative?**

The HKEX Group actively and regularly reviews and manages its capital structure. Having reviewed HKEX's corporate fund position, its expected capital requirements, projected operating cash flows, projected capital expenditures and strategic investment opportunities, the HKEX Board has decided not to offer scrip alternative for the interim dividend declared for the year ending 31 December 2020 and all subsequent dividends declared, until otherwise determined.

Information about the scrip dividend alternative offered by HKEX in the past is available on the [Regulatory Disclosure \(Circulars and Listing Documents\)](#) and [Shareholder Information \(Dividend\)](#) pages under the Investor Relations section of the HKEX Group website.

## **9. What is the treatment of unclaimed dividends?**

Pursuant to Article 126 of the Company's [Articles of Association](#), any dividend unclaimed after a period of 6 years from the date of payment of such dividend shall be forfeited and shall revert to HKEX. An announcement relating to forfeiture of any unclaimed dividends, which serves as a reminder to Shareholders to take necessary action, will be made approximately 6 weeks before the effective date of the forfeiture. A further announcement will be made upon the forfeiture of unclaimed dividends taking effect. Relevant announcements are available on the [Shareholder Information \(Dividends/Unclaimed Dividends\) page under the Investor Relations section](#) of the HKEX Group website.

## **10. What should I do if I have yet to receive or claim payment of dividends payable by HKEX over 6 months but not more than 6 years?**

You should contact the Company's registrar and request for payment of such unclaimed dividend. In normal circumstances and subject to the completion of the necessary formalities, it takes approximately 3 to 4 weeks for the Company's registrar to process your request.

### General Meetings

## **11. When is an annual general meeting ("AGM") held?**

HKEX normally holds its AGM in April. The date of the AGM is usually announced in the final results announcement and set out in the Notice of AGM, both of which are normally posted on the HKEXnews website as well as the HKEX Group website in February/March every year. Information about AGM(s) held in the current year as well as in the past years is available on the [Investor Relations \(Shareholder Meetings\) section](#) of the HKEX Group website.

HKEX encourages all Shareholders to attend the AGM as it is an ideal venue for the interchange of ideas between the HKEX Board, the management and Shareholders.

## **12. How can I vote at an AGM?**

Poll voting has been used for decision-making at Shareholders' meeting since 2003 to ensure that each share is entitled to one vote. Electronic voting system has been used since 2013, with the aim of enhancing efficiency and transparency in the vote counting process.

Upon registration at the AGM, a hand-held voting device together with a personalised smart card will be given to you or your proxy to be used for the electronic poll voting. Instructions on how to use the voting device will be given before AGM commences.

With an electronic voting system, votes will be recorded instantly with the results to be displayed live on-screen. The poll results are subject to scrutiny by an independent scrutineer appointed for such purpose, and will be published on the HKEXnews website as well as the HKEX Group website after the AGM.

### **13. What can I do if I would like to vote but cannot attend the AGM ?**

If you are unable to attend the AGM in person, you may either authorise the AGM's chairman to exercise your votes on your behalf or appoint another person to attend the AGM and vote on your behalf. In that case, you must complete the proxy form, which accompanies the Notice of AGM sent to you, in accordance with the instructions as set out therein and return the proxy form at least 48 hours (no account is to be taken of any part of a day that is a public holiday) before the time appointed for holding the AGM. The proxy form is also available on the [Investor Relations \(Shareholder Meetings\) section](#) of the HKEX Group website for downloading.

### **14. Can I make a request for including a resolution in the AGM?**

Pursuant to Section 615 of the [Companies Ordinance](#), Shareholder(s) may request the Company to give, to the Shareholders entitled to receive notice of the AGM, notice of a resolution that may properly be moved and is intended to be moved at the AGM. Details for the relevant requirements and procedures can be found on the [Corporate Governance \(General Meetings\) section](#) of the HKEX Group website.

### **15. Can I nominate a candidate to stand for election as a director at an AGM?**

Pursuant to Article 88(3) of the Company's [Articles of Association](#), if you wish to propose a person to stand for election as a director of the Company at the AGM, you should give a written notice of nomination to HKEX's Company Secretary within the 7-day period commencing the day after the despatch of the notice of the meeting (or such other period as may be determined and announced by the directors of HKEX from time to time). The relevant procedures are set out in the circular to Shareholders, which accompanies the HKEX Annual Report sent to you.

### **16. Can I convene a general meeting?**

Pursuant to Section 566 of the [Companies Ordinance](#), Shareholder(s) representing at least 5% of the total voting rights of all Shareholders having a right to vote at general meetings may request the Company's directors to call a general meeting. Details for the relevant requirements and procedures can be found on the [Corporate Governance \(General Meetings\) section](#) of the HKEX Group website.

### **Interest in HKEX shares**

### **17. Is there any restriction on my shareholding in the Company?**

Pursuant to Section 61 of the [Securities and Futures Ordinance](#) ("SFO") (Chapter 571 of the Laws of Hong Kong), no person shall be or become a Minority Controller (ie, a person who, either alone or with any associated person or persons, is entitled to exercise, or control the exercise of, 5% or more of the voting power at any general meeting of HKEX) except with the approval in writing of the Securities and Futures Commission ("SFC") after consultation with the Financial Secretary of Hong Kong.

Moreover, Article 53(4) of the Company's [Articles of Association](#) provides that when a person becomes HKEX's Minority Controller, he shall forthwith provide written notice to HKEX stating whether he has obtained the SFC's approval under the [SFO](#).

More information can be found on the [Corporate Governance \(Limitation on Shareholding\) section](#) of the HKEX Group website.

## **18. Where can I access HKEX's regulatory disclosure?**

HKEX's regulatory disclosure (including HKEX's regulatory announcements and corporate communications) are available on the HKEXnews website ([www.hkexnews.hk](http://www.hkexnews.hk)) and HKEX Group website ([www.hkexgroup.com](http://www.hkexgroup.com)) for viewing or downloading. Shareholders/investors who would like to be alerted when HKEX publishes its regulatory disclosure on the HKEXnews website can register for news alerts in the [Market Data \(News Alerts\) section](#) on the HKEX Market website ([www.hkex.com.hk](http://www.hkex.com.hk)).

## **19. How does HKEX supply its corporate communications to Shareholders?**

To promote paperless corporate communications, HKEX has adopted arrangement to disseminate Corporate Communications to shareholders electronically through the [HKEX Group website](#) and the [HKEXnews website](#) in accordance with the [Listing Rules](#), the [Hong Kong Companies Ordinance](#) and [HKEX's Articles of Association](#). Subject to relevant laws and regulations, HKEX will only send Corporate Communication(s) in printed form to shareholders upon their request or, where in the case of Actionable Corporate Communication(s)<sup>2</sup>, a registered shareholder has not provided a functional email address to HKEX.

Further details are set out under the section "Dissemination of Corporate Communications" on the [Shareholder Information \(Shareholder Services\) page](#) under the [Investor Relations section](#) of the HKEX Group website.

## **20. Can I still request a printed copy of HKEX's corporate communications?**

Yes, if you have difficulty in accessing the relevant corporate communications electronically, or wish to receive printed copies, the Company's registrar will, upon receiving your request, send you the relevant document(s) in printed form free of charge.

Your request, if any, for receiving future corporate communications of HKEX in printed form will only be valid for the date of your request and until the time when HKEX publishes its next annual report in the following year, unless your instruction is earlier revoked or superseded.

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<sup>2</sup> Corporate communications refer to any documents issued or to be issued by HKEX for the information or action of holders of any of its securities, including, but not limited to, the directors' report, the annual accounts together with a copy of the auditor's report, the interim report, a notice of meeting, a listing document, a circular and a proxy form.

Actionable Corporate Communications refer to any corporate communications that seek instructions from HKEX's securities holders on how they wish to exercise their rights or make an election as the HKEX's securities holders.

**21. How can I make, amend or cancel my request for printed version of HKEX's corporate communications?**

You may at any time make, amend or cancel your request for printed version of the Company's corporate communications by submitting to Company's registrar the Online Request Form via the QR code above (see Question 1) or the Corporate Communication Request Form downloaded from the HKEX Group website ([registered shareholders](#) / [non-registered shareholders](#)), by post to 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or by email to [hkex.ecom@computershare.com.hk](mailto:hkex.ecom@computershare.com.hk).

**22. What should I do if I did not receive printed or electronic version of HKEX's corporate communications as requested?**

You should contact the Company's registrar. The relevant corporate communications will be sent to you free of charge within 21 days (if the document requires an action to be taken by a Shareholder, within 7 days) after receiving your notification of non-receipt of corporate communications.

**ACCESS OTHER AVAILABLE INFORMATION**

Shareholders are invited to access the HKEX Group website ([www.hkexgroup.com](http://www.hkexgroup.com)) for up-to-date information about HKEX Group. Shareholders are invited in particular to read the [Shareholders Communication Policy](#) under the [Corporate Governance \(Download\) section](#) of the HKEX Group website. Shareholders who would like to be notified when HKEX publishes its corporate communications on the HKEXnews website can register for the News Alerts service in the Market Data section of the HKEX Market website ([www.hkex.com.hk](http://www.hkex.com.hk)).

**QUERIES ON THIS GUIDE**

Shareholders who have any queries on this Guide or other questions about the Company may contact HKEX's Group Company Secretary or the Company's registrar and whose details are as follows:

The Group Company Secretary  
Hong Kong Exchanges and Clearing Limited  
8/F, Two Exchange Square, 8 Connaught Place, Central, Hong Kong  
Email: [ssd@hkex.com.hk](mailto:ssd@hkex.com.hk)

The Company's registrar  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong  
Enquiries: <https://www-uk.computershare.com/Investor/Company?issuerId=SCUKHKXH&cc=HK&lang=en>  
Tel: (852) 2862 8555  
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