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中銀香港(控股)有限公司

BOC HONG KONG (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(the “Company”, Stock Code: 2388)

CHANGE OF COMPANY SECRETARY

The Board hereby announces that Mr. CHAN Chun Ying (陳振英先生) has resigned as the Company Secretary of the Company and the Bank with effect from 26 October 2016.

Meanwhile, the Board is pleased to announce that Mr. LUO Nan (羅楠先生) has been appointed as the Company Secretary of the Company and the Bank with effect from 26 October 2016.

The Board of Directors of the Company (the “**Board**”) hereby announces that due to change of work arrangements, Mr. CHAN Chun Ying (陳振英先生) has resigned as the Board Secretary and Company Secretary of the Company and its principal operating subsidiary, Bank of China (Hong Kong) Limited (the “**Bank**”), with effect from 26 October 2016. Mr. CHAN Chun Ying has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company.

Following the resignation of Mr. CHAN Chun Ying, the Board is pleased to announce that Mr. LUO Nan (羅楠先生) has been appointed as the Board Secretary and Company Secretary of the Company and the Bank with effect from 26 October 2016.

Mr. LUO Nan, aged 42, joined the Company in June 2016 as the General Manager of the Board Secretariat. Mr. LUO joined the Overseas Business Department of the parent company of the Company, Bank of China Limited (“**Bank of China**”), in July 1996. Between 2000 and 2001, Mr. LUO was involved in the preparation work for the listing of the Company as a member of the Restructuring and Listing Office of Bank of China. During 2002 and 2004, Mr. LUO furthered his studies in Canada. In August 2004, Mr. LUO re-joined the Restructuring and Listing Office of Bank of China and was involved in the relevant work relating to the listing of Bank of China on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Shanghai Stock Exchange. In April 2005 and October 2006, Mr. LUO successively held the positions of Senior Manager and Division Head of the Board Secretariat of Bank of China, respectively, responsible for the investor relations work of Bank of China. In 2007, Mr. LUO was appointed by the board of directors of Bank of China as the Listing Affair Representative of Bank of China. He was successively promoted to the

positions of Assistant General Manager and Deputy General Manager of the Board Secretariat of Bank of China in September 2009 and February 2012, respectively, where he continued to be responsible for the information disclosure and investor relations work of Bank of China. In June 2016, Mr. LUO left the position of Deputy General Manager of the Board Secretariat of Bank of China and resigned from his position of Listing Affair Representative of Bank of China. Mr. LUO obtained a Bachelor's degree in English from the Beijing Foreign Studies University in 1996 and then a Master's degree in Business Administration from the Rotman School of Management of The University of Toronto in 2004, and having attended the training and passed the examination of the Shanghai Stock Exchange, he also obtained the qualification of Listed Company Board Secretary in 2007.

Since Mr. LUO Nan does not possess the qualifications or relevant experience required by Rule 3.28 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), the Company has submitted an application to the Stock Exchange for, and the Stock Exchange has recently granted, a waiver from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules.

Mr. LUO Nan will be assisted by Ms. TSANG Mei Kuen (曾美娟女士), the Assistant Company Secretary, in his discharge of duties as the Company Secretary during a period of three years from the date of appointment. Ms. TSANG Mei Kuen is an employee of the Company and a fellow member of each of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators, U.K., and meets the requirements under Rule 3.28 of the Listing Rules. The Company will notify the Stock Exchange to re-visit the situation at the end of the three-year period and expects to demonstrate that Mr. LUO Nan can satisfy the requirements under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board hereby expresses its gratitude to Mr. CHAN Chun Ying for his contribution during his term of office, and welcomes Mr. LUO Nan to his new position as the Board Secretary and Company Secretary of the Company.

By Order of the Board
LUO Nan
Company Secretary

Hong Kong, 26 October 2016

As at the date of this announcement, the Board comprises Mr. TIAN Guoli (Chairman), Mr. CHEN Siqing* (Vice Chairman), Mr. YUE Yi (Vice Chairman and Chief Executive), Mr. REN Deqi*, Mr. GAO Yingxin*, Mr. XU Luode*, Mr. LI Jiuzhong, Madam CHENG Eva**, Dr. CHOI Koon Shum**, Mr. KOH Beng Seng** and Mr. TUNG Savio Wai-Hok**.*

* *Non-executive Directors*

** *Independent Non-executive Directors*