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**The Hong Kong Building and Loan Agency Limited**  
**香港建屋貸款有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 145)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 26 JUNE 2014  
AND RETIREMENT OF DIRECTORS  
AND CEASE AS MEMBERS OF AUDIT,  
REMUNERATION AND NOMINATION COMMITTEES**

Reference is made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**AGM Notice**”) of The Hong Kong Building and Loan Agency Limited (the “**Company**”) both dated 26 May 2014. Unless otherwise defined therein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

The total number of issued shares of the Company entitling the holders to attend and vote at the AGM was 957,885,866 Shares, which was the total number of Shares entitling Shareholders to attend and vote for or against all the proposed resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting and no Shareholder was entitled to attend and vote only against the resolutions at the AGM. None of the Shareholders was required to abstain from voting in favour of the resolutions at the AGM.

The Company's share registrar and transfer office, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results are as follows:

Ordinary Resolutions		Number of votes (%)		
		For	Against	Total
1.	To receive, consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the auditors of the Company for the year ended 31 December 2013	230,176,903 (99.102%)	2,086,400 (0.898%)	232,263,303 100%
2.	(a) To re-elect Mr. Yeung Kwok Leung as a director of the Company	102,536,098 (44.146%)	129,727,205 (55.854%)	232,263,303 100%
	(b) To re-elect Mr. Lam Raymond Shiu Cheung as a director of the Company	112,594,103 (48.477%)	119,669,200 (51.523%)	232,263,303 100%
	(c) To authorise the board of directors of the Company to fix the directors' remuneration	102,536,098 (44.146%)	129,727,205 (55.854%)	232,263,303 100%
3.	To re-appoint Messrs. ZHONGLEI (HK) CPA Company Limited as the auditors of the Company and authorise the board of directors of the Company to fix their remuneration	230,176,903 (99.102%)	2,086,400 (0.898%)	232,263,303 100%
4.	To grant a general unconditional mandate to the directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of this resolution	230,151,383 (99.091%)	2,111,920 (0.909%)	232,263,303 100%
5.	To grant a general unconditional mandate to the directors to buyback shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of this resolution	230,151,383 (99.091%)	2,111,920 (0.909%)	232,263,303 100%

Ordinary Resolutions		Number of votes (%)		
		For	Against	Total
6.	Conditional on the passing of resolutions 4 and 5 above, to extend the general mandate granted by resolution 4 by adding thereto the shares bought back pursuant to the general mandate granted by resolution 5	230,151,383 (99.091%)	2,111,920 (0.909%)	232,263,303 100%

As more than 50% of the votes were cast in favour of the resolutions number 1, 3, 4, 5 and 6, as set out in the AGM Notice, these resolutions were duly passed as ordinary resolutions of the Company. As the majority of the votes were cast against the resolutions number 2(a), 2(b) and 2(c) as set out in the AGM Notice, these resolutions were not passed.

## **RETIREMENT OF DIRECTORS AND CEASE AS MEMBERS OF AUDIT, REMUNERATION AND NOMINATION COMMITTEES**

As indicated above, Mr. Yeung Kwok Leung and Mr. Lam Raymond Shiu Cheung have retired as directors of the Company upon conclusion of the AGM. Mr. Lam Raymond Shiu Cheung has ceased to be members of each of the Company's audit, remuneration and nomination committees following his retirement. Accordingly, the Company currently has only two independent non-executive directors, namely Ms. Yuen Wai Man and Mr. Yeung Wai Hung, Peter. As a result, the Company has not complied with Rule 3.10(1) of the Listing Rules since the Board does not include at least three independent non-executive directors now.

The Company has confirmed that the Board has no disagreement with Mr. Yeung Kwok Leung and Mr. Lam Raymond Shiu Cheung and there is no matter relating to their retirement which needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Company will seek a suitable candidate to fill the vacancy and expects a replacement to be appointed within 3 months from 26 June 2014 pursuant to Rule 3.11 of the Listing Rules. A further announcement will be published by the Company upon the relevant appointment is made.

By order of the Board  
**The Hong Kong Building and Loan Agency Limited**  
**So Yuen Chun**  
*Executive Director*

Hong Kong, 26 June 2014

*As at the date of this announcement, the Board comprises Mr. So Yuen Chun being executive Director; Mr. Lam Kwok Hing, Wilfred being non-executive Director and Mr. Yeung Wai Hung, Peter and Ms. Yuen Wai Man being independent non-executive Directors.*