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**SHENGJING BANK CO., LTD.\***  
**盛京銀行股份有限公司\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 02066)**

**RESIGNATION OF DIRECTORS  
PROPOSED ELECTION OF DIRECTORS  
RESIGNATION OF SHAREHOLDER  
REPRESENTATIVE SUPERVISOR  
PROPOSED ELECTION OF SHAREHOLDER  
REPRESENTATIVE SUPERVISOR  
AND  
PROPOSED CHANGE OF AUDITORS**

**I. RESIGNATION OF DIRECTORS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Shengjing Bank Co., Ltd. (the “**Bank**”) hereby announces that on 11 May 2022:

- (1) Ms. ZHANG Jun (“**Ms. ZHANG**”) has resigned from the positions of an executive Director and the vice chairman of the Related Party Transactions Control Committee of the Board due to the adjustment to work arrangement;
- (2) Mr. NI Guoju (“**Mr. NI**”) has resigned from the positions of an independent non-executive Director, chairman of the Nomination and Remuneration Committee of the Board and a member of Related Party Transactions Control Committee of the Board due to his desire to devote more time to his personal affairs; and
- (3) Mr. KEUNG Chak (“**Mr. KEUNG**”) has resigned from the positions of an independent non-executive Director, a member of Audit Committee and a member of Nomination and Remuneration Committee of the Board due to personal work arrangement.

The above-mentioned Directors have confirmed with the Bank that they have no disagreement with the Board and that there are no other matters in relation to their resignation that need to be brought to the attention of the shareholders (the “**Shareholders**”) or creditors of the Bank.

The resignation of the above-mentioned independent non-executive Directors has been approved by the Board on 11 May 2022. Mr. NI and Mr. KEUNG will continue to perform their duties as independent non-executive Directors prior to the approval of qualifications of the newly appointed independent non-executive Directors by the Liaoning Bureau of the China Banking and Insurance Regulatory Commission (the “**CBIRC Liaoning Bureau**”).

The resignation of Ms. ZHANG became effective from 11 May 2022, but she will continue to serve as the vice president of the Bank and the chairman of Shengjing Bank Consumer Finance Co., Ltd. (盛銀消費金融有限公司), a subsidiary of the Bank.

The Board would like to take this opportunity to express its sincere gratitude to Ms. ZHANG for her valuable contributions towards the Bank during her term as an executive Director.

## **II. PROPOSED ELECTION OF DIRECTORS**

The Board is pleased to announce that on 11 May 2022, the Board considered and approved the following matters:

- (1) Ms. LIU Xu (“**Ms. LIU**”) was nominated as a candidate for executive Director;
- (2) Mr. WANG Jun (“**Mr. WANG**”) was nominated as a candidate for non-executive Director;
- (3) Mr. JIANG Aiguo (“**Mr. JIANG**”) was nominated as a candidate for non-executive Director;
- (4) Mr. WANG Mo (“**Mr. WANG**”) was nominated as a candidate for independent non-executive Director; and
- (5) Ms. LV Dan (“**Ms. LV**”) was nominated as a candidate for independent non-executive Director.

(collectively referred to as the “**Candidates for Directors**”)

The biographical details of each of the Candidates for Directors are set out below:

## **EXECUTIVE DIRECTOR**

### **(1) Ms. LIU Xu**

Ms. LIU Xu (柳旭), aged 54, has more than 30 years of professional experience in financial industry. Prior to joining the Bank, Ms. LIU served as a member of the Party committee and the deputy dean of the Northeast Research Institute of China Construction Bank University (formerly known as the Northeast College of China Construction Bank University) from September 2021 to April 2022. From September 2016 to September 2021, Ms. LIU served as a member of the Party committee and vice president of Liaoning Branch of China Construction Bank. From July 1990 to September 2016, Ms. LIU held various positions in Liaoning Branch of China Construction Bank, mainly including member of the Party committee, assistant to the president, general manager of corporate business department and director of corporate annuity center, and vice president (in charge), deputy general manager of asset preservation department and deputy general manager of international business department of Nanhu Development Zone Sub-branch.

Ms. LIU obtained a bachelor's degree in economics from Liaoning University in July 1990, and has the qualification of senior economist.

## **NON-EXECUTIVE DIRECTORS**

### **(2) Mr. WANG Jun**

Mr. WANG Jun (王軍), aged 57, has been serving as the secretary of the Party committee, chairman and general manager of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產營集團有限公司) since April 2022. From August 2020 to April 2022, he served as the general manager of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產營集團有限公司). From December 2006 to August 2020, Mr. WANG served as the deputy general manager of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產營集團有限公司). From August 2003 to December 2006, Mr. WANG served as the general manager of Shenyang Hengxin Asset Trusteeship Co., Ltd. (瀋陽恒信資產託管有限公司). From March 2002 to August 2003, Mr. WANG successively served as the head and manager of the revenue department of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產營集團有限公司). Mr. WANG also worked in the investment department of Shenyang Asset

Management Co., Ltd. (瀋陽市資產經營有限公司), the Shanghai securities headquarters of Northeast Securities, the Shenyang securities department and the Shanghai securities department of Liaoning Trust and Investment Corporation (遼寧信託投資公司).

Mr. WANG obtained a bachelor's degree in engineering from Shenyang University of Technology in July 1986 and a master's degree in engineering from Northeastern University in March 1995. Mr. WANG has the qualification of senior engineer.

**(3) Mr. JIANG Aiguo**

Mr. JIANG Aiguo (江愛國), aged 49, has been serving as the general manager of Northeast Pharmaceutical Group Co., Ltd. (東北製藥集團有限公司) and the secretary to the board and head of the general department of Shenyang Industrial Investment Development Group Co., Ltd. (瀋陽產業投資發展集團有限公司) since April 2022. From December 2016 to April 2022, Mr. JIANG served as the head of the general department of Shenyang Industrial Investment Development Group Co., Ltd. (瀋陽產業投資發展集團有限公司), and concurrently has been serving as the secretary to the board of Shenyang Industrial Investment Development Group Co., Ltd. (瀋陽產業投資發展集團有限公司) since May 2021. From September 2013 to December 2016, Mr. JIANG served as the deputy head of the general department of Shenyang Industrial Investment Development Group Co., Ltd. (瀋陽產業投資發展集團有限公司). From January 2009 to September 2013, Mr. JIANG served as the deputy director of the general office of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產經營有限公司). From September 2004 to January 2009, Mr. JIANG was a staff member of Shenyang Hengxin State-owned Asset Management Group Co., Ltd. (瀋陽恒信國有資產經營有限公司). Mr. JIANG also worked in Xinyi City Local Taxation Bureau of Jiangsu Province and Pizhou City Local Taxation Bureau of Jiangsu Province. Mr. JIANG is currently a director of Shenyang Pension Industry Group Co., Ltd. (瀋陽養老產業集團有限公司) and Shenyang Port Group Co., Ltd. (瀋陽港集團有限公司). He was a director of Northeast Pharmaceutical Group Co., Ltd. (東北製藥集團股份有限公司) (Shenzhen Stock Exchange Stock Code: 000597) from December 2019 to November 2021.

Mr. JIANG obtained a bachelor's degree in science from Lanzhou University in July 1995.

## INDEPENDENT NON-EXECUTIVE DIRECTORS

### **(4) Mr. WANG Mo**

Mr. WANG Mo (王沫), aged 57, has been serving as the chief partner and chairman of the board of directors of Liaoning Bright Certified Public Accountants Co., Ltd. (遼寧光明會計師事務所有限公司) since February 1996. From August 1988 to February 1996, Mr. WANG worked at Shenyang Accounting Firm (瀋陽會計師事務所). Mr. WANG is currently an independent director of Shenyang Blower Works Group Corporation (瀋陽鼓風機集團股份有限公司), an independent director of Shenyang Industrial Investment Development Group Co., Ltd. (瀋陽產業投資發展集團有限公司) and an independent director of Shenyang Zhongcheng State-owned Assets Management Group Co., Ltd. (瀋陽中城國有資產經營集團有限公司).

Mr. WANG graduated from the Department of Infrastructure of Dongbei University of Finance and Economics in July 1988, majoring in finance and credit, and obtained a master's degree in economics from Dongbei University of Finance and Economics in June 2001. Mr. WANG obtained the professional qualification as a certified public accountant in the PRC.

### **(5) Ms. LV Dan**

Ms. LV Dan (呂丹), aged 43, has been serving as the deputy dean of School of Public Administration of Dongbei University of Finance and Economics since December 2012. From April 2004 to December 2012, Ms. LV served as a lecturer at the School of Public Administration of Dongbei University of Finance and Economics. From January 2008 to April 2011, she was engaged in post-doctoral research at the post-doctoral station of political science of Nanjing University.

Ms. LV obtained a bachelor's degree in economics from Dongbei University of Finance and Economics in July 2001, and a master's degree and a doctoral degree in economics from Dongbei University of Finance and Economics in April 2004 and December 2007, respectively. Ms. LV was appointed as a professor in July 2021.

The Bank considers that the aforesaid candidates of independent non-executive Directors are all independent in accordance with the independence guidelines set out in Rule 3.13 of the Rule Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The remuneration of the aforementioned Candidates for Directors will be determined in accordance with the Allowance System for Directors and Supervisors of the Bank. (i) The basic remuneration of executive Directors is determined based on their management positions in the Bank, performance remuneration is determined based on the Bank's operating performance and personal assessment, and other benefits include statutory pension, medical and housing provident fund, enterprise annuity, etc.. (ii) No remuneration is received by non-executive Directors from the Bank while their meeting subsidies are paid by the Bank based on the number of on-site Board meetings they attended with a subsidy standard of RMB5,000 per meeting. (iii) The allowance for independent non-executive Directors is RMB18,000 per month. At the same time, independent non-executive Directors may receive reward remuneration based on their duty performance (mainly including their working hours, meeting attendance, advice and suggestions and participation in corporate governance and others) each year, and the remuneration shall be no more than RMB80,000 per year. The Bank will disclose the specific performance of the annual remuneration of the Directors in its annual report each year.

As at the date of this announcement, save as disclosed above, the aforementioned Candidates for Directors (i) did not hold any directorship in any other listed companies in the past three years; (ii) have no relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank; (iii) did not hold any other post in the Bank or its subsidiaries; (iv) did not have other significant duties or professional experience; and (v) do not have any interests in shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the appointment of each Candidate for Director, and the Bank is not aware of any other matters that need to be brought to attention of the Shareholders.

The election of the aforementioned Candidates for Directors is subject to the approval by the Shareholders by way of an ordinary resolution at the 2021 annual general meeting of the Bank (the "AGM") and the approval of their eligibility by the CBIRC Liaoning Bureau. The term of office for each Candidate for Director will commence upon the approval of his/her eligibility by the CBIRC Liaoning Bureau and until the end of the term of the current session of the Board.

### III. RESIGNATION OF SHAREHOLDER REPRESENTATIVE SUPERVISOR

The Board hereby announces that Mr. PAN Wenge (“**Mr. PAN**”) has resigned from the position of the shareholder representative supervisor of the Bank (the “**Supervisor**”) and a member of Supervision Committee under the board of supervisors of the Bank (the “**Board of Supervisors**”) due to personal work arrangement. The resignation of Mr. PAN will take effect on 11 May 2022.

Mr. PAN has confirmed that he has no disagreement with the Board and the Board of Supervisors and that there are no other matters in relation to his resignation that need to be brought to the attention of the Shareholders or creditors of the Bank.

The Board and the Board of Supervisors would like to take this opportunity to express its sincere gratitude to Mr. PAN for his valuable contributions towards the Bank during his tenure of office.

### IV. PROPOSED ELECTION OF SHAREHOLDER REPRESENTATIVE SUPERVISOR

The Board is pleased to announce that the Board of Supervisors proposed to elect Ms. YANG Xiu (“**Ms. YANG**”) as the shareholder representative Supervisor. The biographical details of Ms. YANG are set out below:

Ms. YANG Xiu (楊秀), aged 51, has been serving as the chairman of the Board of and Party branch secretary of Shenyang Science and Technology Venture Capital Co. Ltd. (瀋陽科技風險投資有限公司) since November 2020, and the chairman of the board of directors of Shenyang Shengjing Financing Guarantee Co., Ltd. (瀋陽盛京融資擔保有限公司) since February 2020. From May 2000 to November 2020, Ms. YANG served as the head and deputy director of the investment department of Shenyang Technology Risk Development Business Center (瀋陽科技風險開發事業中心) and the deputy director of Shenyang Torch High Technology Industry Development Center (瀋陽市火炬高新技術產業開發中心), and has been the chief operating officer of Shenyang Science and Technology Venture Capital Co. Ltd. (瀋陽科技風險投資有限公司) since September 2018. From July 1994 to May 2000, Ms. YANG served as the head of the guarantee fund department of Shenyang Private Science and Technology Institution Coordination Service Center (瀋陽民營科技機構協調服務中心).

Ms. YANG obtained a bachelor’s degree in engineering from Dalian University of Technology in July 1994 and a master degree in national economics from Dongbei University of Finance and Economics in July 2004. Ms. YANG has professional qualifications of senior engineer and intermediate management accountant.

As at the date of this announcement, save as disclosed above, Ms. YANG (i) did not hold any directorship in any other listed companies in the past three years; (ii) has no relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank; (iii) did not hold any other position in the Bank or its subsidiaries; (iv) did not have other significant duties or professional experience; and (v) does not have any interests in shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the appointment of Ms. YANG as the shareholder representative Supervisor, and the Bank is not aware of any other matters that need to be brought to attention of the Shareholders.

The election of the aforementioned candidate for the shareholder representative Supervisor is subject to the approval by the Shareholders by way of an ordinary resolution at the AGM. The term of office for Ms. YANG shall commence from the date of approval at the AGM until the end of the term of the current session of the Board of Supervisors. No remuneration will be received by Ms. YANG from the Bank for serving as the shareholder representative Supervisor. The Bank shall pay meeting allowance to Ms. YANG based on the number of on-site meetings of the Board of Supervisors she attends, and the standard amount of allowance is RMB5,000 per meeting.

## **V. PROPOSED CHANGE OF AUDITORS**

The Board hereby announces that according to the requirements under the Measures for State-owned Financial Enterprises to Select and Appoint Accounting Firms (Cai Jin [2020] No. 6) (《國有金融企業選聘會計師事務所管理辦法》(財金[2020]6號)) issued by Ministry of Finance of PRC, the term of appointment of an accounting firm by a financial enterprise shall not exceed eight consecutive years. As of 2021, the Bank has appointed KPMG and KPMG Huazhen LLP (collectively, “**KPMG**”) as the auditors of the Bank for eight consecutive years, and therefore they need to retire. In this regard, the Bank has communicated with KPMG in advance, and KPMG has no objection to this. The Bank and KPMG confirm that there are no disagreements or unsolved matters between them, and there are no matters in relation to the retirement of KPMG that need to be brought to the attention of the Shareholders. The Bank would like to take this opportunity to express its sincere gratitude to KPMG for its quality services provided to the Bank in the previous years!



The Board further announces that, with the recommendation of the Audit Committee, the Board has approved the proposed appointment of Crowe Horwath (HK) CPA Limited as the international and domestic auditor(s) of the Bank for 2022 , which shall be subject to the approval at the AGM.

By order of the Board  
**Shengjing Bank Co., Ltd.**  
**ZHOU Zhi**  
*Joint Company Secretary*

Shenyang, Liaoning, China  
11 May 2022

*As at the date of this announcement, the executive directors of the Bank are Mr. QIU Huofa, Mr. SHEN Guoyong, Mr. SHI Yang and Ms. LI Ying; the non-executive directors of the Bank are Mr. SU Qingxiang and Mr. LIANG Zhifang; and the independent non-executive directors of the Bank are Mr. NI Guoju, Mr. KEUNG Chak, Mr. TAI Kwok Leung, Alexander, Mr. XING Tiancai and Mr. LI Jinyi.*

\* *Shengjing Bank Co., Ltd. is not an authorised institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*