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**Harbin Bank Co., Ltd.**

**哈爾濱銀行股份有限公司\***

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

**(Stock Code: 6138)**

**ANNOUNCEMENT  
APPOINTMENT OF PRESIDENT  
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APPOINTMENT OF JOINT COMPANY SECRETARY**

**APPOINTMENT OF PRESIDENT**

The board of directors (the “**Board**”) of Harbin Bank Co., Ltd. (the “**Bank**”) is pleased to announce that the Board resolved to appoint Mr. Yao Chunhe (姚春和) (“**Mr. Yao**”) as the President of the Bank at the Board Meeting held on 8 July 2022, whose term of office commences from the date of approval by the banking and insurance regulatory authority under the State Council on his qualification until the expiry of the term of the eighth session of the Board. Biographical details of Mr. Yao are set out as follows:

**Mr. Yao Chunhe (姚春和)**, aged 44. Mr. Yao served as the vice president and a member of the Party Committee of Heilongjiang Branch of Industrial and Commercial Bank of China Limited, whose shares are listed on The Stock Exchange of Hong Kong (Stock Code: 1398) (“**ICBC**”) from November 2020 to June 2022; the vice president and a member of the Party Committee of Heilongjiang Branch of ICBC and the president of Dalian Branch of ICBC from September 2020 to November 2020 (the secretary of the Direct Party Committee of Heilongjiang Branch of ICBC in October 2020); the president and the secretary of the Party Committee of Dalian Branch of ICBC from January 2018 to September 2020; the vice president, a member, the deputy secretary (in charge of overall work) and the secretary of the Party Committee of Dalian Branch of ICBC from February 2015 to January 2018; the president of Xinghai Sub-branch of Dalian Branch of ICBC, the secretary of general Party branch committee of Xinghai Sub-branch and an assistant to the president of Dalian Branch from December 2011 to February 2015; the deputy general manager (in charge of work) and the general manager of the Corporate Business Department of Dalian Branch of ICBC from February 2009 to December 2011; a clerk of the Financial Planning Department, the manager of centralized procurement unit of the Financial Planning Department, the manager and deputy general manager of the Financial and Accounting Department of Dalian Branch of ICBC from August 2003 to February 2009. Mr. Yao received a Master’s degree in Finance from Jilin University in July 2003.

Mr. Yao has confirmed that, saved as disclosed above: (1) he does not hold any other positions with the Bank or any of its subsidiaries and has not been a director in any other listed companies during the past three years; (2) he has no relationship with any other directors, senior management, substantial or controlling shareholders of the Bank or any of its subsidiaries; and (3) as of the date of this announcement, he does not have any interest in the shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Yao has also confirmed that there was no other information in relation to his appointment that is disclosable pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and there was no other matter in relation to his appointment that should be brought to the attention of the shareholders of the Bank.

After the appointment of Mr. Yao takes into effect, the Bank will enter into a service contract with him. If appointed, Mr. Yao will not receive any director's allowance from the Bank during his tenure as an executive director of the Bank, but will receive appropriate remuneration, including salary, allowance, discretionary bonus, contributions to defined contribution schemes, etc., according to the Remuneration Management Measures of the Bank. The specific remuneration of Mr. Yao will be determined in accordance with the relevant requirements of the Articles of Association of the Bank, taking into account his annual performance evaluation and assessment results. The specific amount of the remuneration will be disclosed in the interim and annual reports of the Bank.

## **PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board approved and proposed to nominate Mr. Yao as a candidate for executive director of the eighth session of the Board of the Bank at the Board meeting. The proposed appointment of Mr. Yao as an executive director of the Bank shall take effect after the consideration and approval at the general meeting of the Bank and the approval by the banking and insurance regulatory authority under the State Council on his qualification. The Board also approved the additional appointment of Mr. Yao as a member of the Development Strategy Committee and the Consumer Rights Protection Committee of the Board at the Board meeting for the same term as that of his directorship. If appointed, Mr. Yao's term of office shall commence from the date of consideration and approval at the general meeting of the Bank and the approval by the banking and insurance regulatory authority under the State Council on his qualification until the expiry of the term of the eighth session of the Board.

The proposal with respect to proposed appointment of Mr. Yao as an executive director of the Bank will be put forward as an ordinary resolution at the general meeting for consideration and approval by the shareholders of the Bank. A circular, containing, among others, further details regarding the proposed appointment of the executive director will be dispatched to the shareholders of the Bank in due course.

## **APPOINTMENT OF JOINT COMPANY SECRETARY**

The Board is pleased to announce that the Board approved the appointment of Mr. Wu Siliang (“**Mr. Wu**”) as a Joint Company Secretary and the Board Secretary of the Bank at the meeting held on 8 July 2022. Mr. Wu shall be a Joint Company Secretary of the Bank with effect from 8 July 2022 and his appointment as the Board Secretary of the Bank shall take effect after the approval by the banking and insurance regulatory authority under the State Council on his qualification.

The biographical details of Mr. Wu are as follows:

**Mr. Wu Siliang (吳思量)**, aged 38. Mr. Wu has been serving as the manager of the Board Office of the Bank since January 2021 and has been serving as the manager of the Board Office (office of the Party Committee) of the Bank since March 2022. From March 2022 to April 2022, Mr. Wu held the concurrent position as the manager of the Investment Management Office of the Bank. From January 2018 to January 2021, he was an assistant to the manager of the Board Office, an assistant to the manager of the office (office of the Party Committee), a deputy manager of the office and a deputy manager (in charge of work) of the Board Office of the Bank. From January 2016 to January 2018, he served as a clerk of the Board Office of the Bank. Prior to joining the Bank, Mr. Wu was an associate chief officer, a chief officer and a secretary for the office of the Party Committee of the office (office of the Party Committee) of the Heilongjiang Office of the former China Banking Regulatory Commission (“**CBRC Heilongjiang Office**”) from January 2012 to January 2016. From July 2008 to January 2012, he was an associate chief officer of the No. 2 State-owned Bank Supervision Department, and an associate chief officer of the Offsite Supervision Department in the CBRC Heilongjiang Office. Mr. Wu received a Master’s degree in Economics from the Central University of Finance and Economics in July 2008.

Taking into account Mr. Wu’s long-term service in the Board Office of the Bank and his full familiarity with the corporate governance and corporate culture of the Bank, the Board is of the view that the appointment of Mr. Wu as a Joint Company Secretary is in the interests of the Bank and the Shareholders as a whole. Given that Mr. Wu does not yet possess the relevant qualification as required under Rule 3.28 of the Listing Rules, the Bank has submitted an application to The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) for, and the Hong Kong 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. The waiver period for Mr. Wu is for a period of three years commencing from the date of his appointment as a Joint Company Secretary of the Bank (i.e. from 8 July 2022 to 7 July 2025, the “**Waiver Period**”). During the Waiver Period, Mr. Wu will perform his duties together with another existing Company Secretary of the Bank, Dr. Ngai Wai Fung (“**Dr. Ngai**”), both as the Joint Company Secretaries. Biographical details of Dr. Ngai are set out as follows:

**Dr. Ngai Wai Fung (魏偉峰)**, aged 59, served as a Joint Company Secretary of the Bank from January 2014 to May 2017. Dr. Ngai is the director and group chief executive officer of SWCS Corporate Services Group (Hong Kong) Limited. Dr. Ngai has over 30 years of professional practice and senior management experience including acting as an executive director, a chief financial officer and a company secretary, most of which are in the areas of finance, accounting, internal control and regulatory compliance, corporate governance and company secretarial work for listed issuers including major red chip companies.

Dr. Ngai is a fellow of The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries), a fellow of The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom, a member of the Hong Kong Institute of Certified Public Accountants, a fellow of Association of Chartered Certified Accountants and a member of The Chartered Institute of Arbitrators in the United Kingdom.

Dr. Ngai received a Master's degree in Business Administration from the Andrews University in America, a Bachelor's degree in Law (Honors) from the University of Wolverhampton, a Master's degree in Corporate Finance from The Hong Kong Polytechnic University and a Doctoral degree in Economics (Finance) from the Shanghai University of Finance and Economics.

The Hong Kong Stock Exchange has granted a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules on the conditions that, (i) Mr. Wu must be assisted by Dr. Ngai (as the Joint Company Secretary) during the Waiver Period; and (ii) the waiver could be revoked if there are material breaches of the Listing Rules by the Bank.

Prior to the expiration of the Waiver Period, the Bank will endeavor to demonstrate to the Hong Kong Stock Exchange that Mr. Wu, benefited from Dr. Ngai's assistance, has acquired the relevant experience under Rule 3.28 of the Listing Rules during the Waiver Period, and is capable of performing his duties as a Company Secretary, thus further waiver will not be necessary.

By order of the Board of Directors  
**Harbin Bank Co., Ltd.**  
**Deng Xinquan**  
*Chairman*

Harbin, the PRC, 8 July 2022

*As at the date of this announcement, the Board of the Bank comprises Deng Xinquan as executive director; Zhao Hongbo, Zhang Xianjun, Yu Hong and Lang Shufeng as non-executive directors; and Sun Yan, Zhang Zheng, Hou Bojian and Jin Qinglu as independent non-executive directors.*

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