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**BANK OF TIANJIN CO., LTD.\***  
**天津銀行股份有限公司\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1578)**

**RESIGNATION OF CHAIRMAN  
RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR  
PROPOSED APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE OF AUTHORIZED REPRESENTATIVE**

**1. RESIGNATION OF CHAIRMAN**

The board of directors (the “**Board**”) of Bank of Tianjin Co., Ltd.\* (the “**Bank**”) has recently received an application from Mr. SUN Liguó for resignation from the positions of Chairman of the Board and Executive Director, Chairman of the Strategic Development Committee, members of the Nomination and Remuneration Committee and the Inclusive Finance Development and Consumer Rights Protection Committee, and authorized representative (the “**Authorized Representative**”) of the Bank appointed under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), as he has reached the retirement age. Mr. SUN Liguó’s resignation takes effect on May 11, 2023.

Mr. SUN Liguó has confirmed that he does not have any disagreement with the Bank or the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Bank, creditors and The Stock Exchange of Hong Kong Limited.

Since he became a Deputy Secretary of the Party Committee of the Bank in August 2016, Mr. SUN Liguó has been successively serving as President, Party Secretary and Chairman of the Board. Under the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, Mr. SUN Liguó determinedly carried out the resolutions and deployments of the Central Committee of CPC, the State Council, Tianjin Municipal Party Committee and the Tianjin Municipal Government, with unwavering adhering to our market positioning of “serving the local economy, serving small and medium-sized enterprises, and serving the public” as a city commercial bank. Mr. SUN Liguó led us in carefully formulating our “13th Five-Year Plan” and “14th Five-Year Plan” towards the goal of turning the Bank into a socialist modernized city commercial bank. Through the implementation of our “transformation + innovation” and “reform + innovation” dual-track development strategy, we kicked off the construction of the three “Ten Projects” in stages, making continued efforts to settle outstanding accounts, and lay foundation for sustainable development. During the

period of the “13th Five-Year Plan”, the Bank scored an increase of 21.58% in total assets, an increase of 44.25% in operating income and an increase of 63.68% in profit before provision. With one-fold of growth in scale, we have achieved a two-fold growth in revenue and a three-fold growth in efficiency, rendering brilliant results in our transformation and innovation, and stomping solid steps along the road of high-quality development.

During the period of the “14th Five-Year Plan”, under the leadership of Mr. SUN Ligu, the Bank insisted on the direction of independent financial digital transformation with its own characteristics, while making relentless efforts to consolidate our infrastructure and foundation of information technology, reshape our operation system and transform our intelligent outlets, with which we have grown into a modern bank which is the first in China to achieve ecological transformation of the full spectrum of business through the “cloud + distributed + multi-active” technology. We earned the recognition of our Bank relying on our unique corporate culture, continued to accelerate the construction of our “Smart XiaoEr (智慧小二)” platform and strived to reshape our brand image as a “Citizen’s Bank”, taking new strides in the construction of a modern city commercial bank and providing financial support for the high-quality and sustainable development of economy and society. During his tenure, Mr. SUN Ligu devoted himself to the transformation, reform, innovation, risk management and high-quality development of the Bank with due diligence and admirable commitment, as well as a long-term vision and solid foundation. The Board would like to take this opportunity to express our sincere gratitude to Mr. SUN Ligu for his outstanding contribution!

With the approval of the Board, in order to ensure the smooth transition and orderly handover of the work of the Board, Mr. WU Hongtao, President of the Bank, will temporarily act as Chairman of the Board until the next Chairman of the Board is elected and his/her qualification is approved.

## **2. RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board has recently received an application for resignation from Mr. JIN Qingjun (“**Mr. JIN**”) as an independent non-executive Director of the Bank, the Chairman of Related Party Transactions Control Committee of the Board and a member of Risk Management Committee of the Board due to that he has already served as an independent non-executive Director of the Bank for 6 years. Pursuant to relevant laws, regulations and provisions of the Articles of Association of the Bank, the resignation of Mr. JIN will take effect when a new independent non-executive Director is elected at the general meeting of the Bank, and the qualification of the new independent non-executive Director who will fill the vacancy is approved by the Tianjin Regulatory Bureau of the China Banking and Insurance Regulatory Commission (“**CBIRC Tianjin Regulatory Bureau**”). Prior to that, Mr. JIN shall continue to perform his duties of the independent non-executive Director and members of the special committees under the Board in accordance with relevant laws and regulations and provisions of the Articles of Association of the Bank.

Mr. JIN has confirmed that he has no disagreement with the Bank and the Board and there is no any other matter that needs to be brought to the attention of the shareholders of the Bank, creditors and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its appreciation to Mr. JIN for his contribution and support to the Bank during his tenure of office.

### 3. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board proposes to appoint Mr. YU Jianzhong (于建忠) (“**Mr. YU**”) as an executive Director of the seventh session of the Board of the Bank. In accordance with the Articles of Association of the Bank, the proposed appointment of Mr. YU as an executive Director is subject to the approval of the shareholders of the Bank at the general meeting and the formal approval of his qualifications by the CBIRC Tianjin Regulatory Bureau.

The biographical details of Mr. YU are set out below:

Mr. YU Jianzhong, aged 52, is currently the secretary of the Party Committee of the Bank, a State Council Special Allowance Expert, and also serves as the vice president of the Chinese Association of Asia-Pacific Studies and a visiting professor at the University of International Business and Economics. Mr. YU has successively served as deputy secretary of the Party Committee, president, secretary of the Party Committee and chairman of the board of directors of Tianjin Rural Commercial Bank Co., Ltd. from January 2020 to April 2023, and he has successively served as deputy secretary of the party committee, vice president and president of China Overseas Holding Group from November 2018 to January 2020. Mr. YU has served as vice president of Evergrande Group from May 2018 to November 2018. From July 1995 to May 2018, Mr. YU has successively served as an employee, deputy director of the Wealth Management Division of the Treasury Trading Center of the Asset and Liability Management Department, deputy director of the Wealth Management Division of the Treasury Trading Center and deputy general manager of the Shanghai Branch (in charge of work) of the Asset and Liability Management Department thereof, deputy director of the Wealth Management Division of the Treasury Trading Center and deputy general manager of the Shanghai Branch (in charge of work) of the Treasury Operation Department thereof, general manager of Treasury Trading Center Shanghai Branch of the Treasury Operation Department, director of Treasury Trading Center of the Treasury Operation Department, director of Transaction Risk Supervision Division of Financial Markets Department, deputy general manager of Financial Market Department, a member of the Party Committee and Vice President of Guangxi Zhuang Autonomous Region Branch, deputy director of the Organization Department of the Party Committee, deputy general manager of Human Resources Department/Sannong Human Resources Management Center, president of the Investment Banking Department etc, at Agricultural Bank of China Co., Ltd.. During the term of office of the above titles, Mr. YU has also worked as a postdoctoral researcher in applied economics at the Chinese Academy of Social Sciences from July 2007 to June 2009, and took a temporary post as a member of the Party Leadership Group and deputy mayor of Qinzhou City, Guangxi Province from August 2008 to November 2009. From January 2020 to November 2021, he worked as a researcher at the School of International Trade and Economics, University of International Business and Economics. He also worked as a distinguished research fellow of the National Institution for Finance and Development, a vice chairman of the Bond Market Committee of the National Association of Financial Market Institutional Investors, and a non-executive director of China Bond Rating Co., Ltd..

Mr. YU graduated from the College of Economics and Management of Beijing Agricultural University in July 1995, majoring in finance and minoring in computer science. From September 2000 to October 2006, Mr. YU finished the successive postgraduate and doctoral programs of study, and obtained his PhD in management at Nanjing Agricultural University, majoring in Agricultural Economics and Management.

Save as disclosed above, Mr. YU has confirmed that as at the date of this announcement, (i) he did not hold any position in the Bank or its subsidiaries, or any other directorships or supervisory positions in other listed companies in the past three years; (ii) he does not have any relationship with any other directors, supervisors, senior management, substantial or controlling shareholders of the Bank; and (iii) 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).

Save as disclosed above, there are no other matters relating to the appointment of Mr. YU which are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Bank.

Mr. YU's remuneration will be determined in accordance with the regulations of relevant department and the management measures on remuneration and the annual remuneration will be disclosed in the annual report of the Bank. Mr. YU will enter into a service contract with the Bank upon the approval of his appointment and his term of office will commence from the date of formal approval of his qualification by the CBIRC Tianjin Regulatory Bureau and will end on the date of expiry of the seventh session of the Board of the Bank.

#### **4. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board proposes to appoint Mr. ZENG Zhiyuan (曾志遠) (“**Mr. ZENG**”) as an independent non-executive Director of the seventh session of the Board of the Bank. In accordance with the Articles of Association of the Bank, the proposed appointment of Mr. ZENG as an independent non-executive Director is subject to the approval of the shareholders of the Bank at the general meeting and the formal approval of his qualifications by the CBIRC Tianjin Regulatory Bureau.

The biographical details of Mr. ZENG are set out below:

Mr. ZENG Zhiyuan, aged 57, is a professor of the School of Economics of Southwestern University of Finance and Economics, a prosecutor instructor of the National Prosecutors College of P.R.C (Sichuan), a member of the Sichuan Provincial Committee and the first deputy director of the Economic Committee of China National Democratic Construction Congress. Mr. ZENG has been working in the School of Economics of Southwestern University of Finance and Economics since May 1998; and worked in the Department of Economics of Chengdu University from July 1988 to May 1998.

Mr. ZENG has been an independent director of Ya'an Rural Commercial Bank Co., Ltd. since August 2019, and an independent director of Huaxi Securities Co., Ltd. (stock code: 002926.SZ) since December 2020. He has been an external supervisor of Tianjin Rural Commercial Bank Co., Ltd. since December 2020.

Mr. ZENG successively obtained bachelor's and master's degrees from School of Economics of Southwestern University of Finance and Economics from 1982 to 1988, and obtained a doctor's degree from School of Economics of Southwestern University of Finance and Economics in 2010.

Mr. ZENG has a solid academic foundation and extensive practice experience in macro-economic policy research, macro-monetary policy and commercial bank operation and management, and has rich relevant academic achievements, hence he can continuously bring professional and scientific perspectives to the Board. The election of Mr. ZENG as an independent non-executive Director of the Bank is conducive to the continuous and effective performance of the Board and meets the requirements of diversity of the Board of the Bank. Mr. ZENG has confirmed in writing his independence with the Bank in accordance with Rule 3.13 of the Listing Rules. The Board also considers that Mr. ZENG complies with the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, Mr. ZENG has confirmed that as at the date of this announcement, (i) he did not hold any position in the Bank or its subsidiaries, or any other directorships or supervisory positions in other listed companies in the past three years; (ii) he does not have any relationship with any other directors, supervisors, senior management, substantial or controlling shareholders of the Bank; and (iii) 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).

Save as disclosed above, there are no other matters relating to the appointment of Mr. ZENG which are required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Bank.

Mr. ZENG will receive a director's allowance of RMB160,000 (after tax) per annum during his term of office as a Director of the Bank. The actual amount of allowance will be calculated and paid with reference to the Administrative Measures for the Allowance of Directors and Supervisors of Bank of Tianjin Co., Ltd.. Mr. ZENG will enter into a service contract with the Bank upon the approval of his appointment and his term of office will commence from the date of formal approval of his qualification by the CBIRC Tianjin Regulatory Bureau and will end on the date of expiry of the seventh session of the Board of the Bank.

## 5. CHANGE OF AUTHORIZED REPRESENTATIVE

The Board further announced that Ms. Dong Xiaodong, an executive director and the secretary of the Board of the Bank, has been appointed as the Authorized Representative of the Bank in place of Mr. SUN Ligu with immediate effect from the date of this announcement.

By Order of the Board  
**Bank of Tianjin Co., Ltd.\***  
**DONG Xiaodong**  
Company Secretary

Tianjin, China  
May 11, 2023

*As at the date of this announcement, the board of directors of the Bank comprises Mr. WU Hongtao, Mr. ZHENG Ke and Ms. DONG Xiaodong as executive directors; Ms. SUN Jingyu, Ms. DONG Guangpei, Mr. Alistair Marshall BULLOCH, Mr. ZHAO Wei, Mr. WANG Shunlong and Ms. LI Jun as non-executive directors; Mr. JIN Qingjun, Mr. HUA Yaogang, Mr. HE Jia, Mr. ZENG Jianhua and Mr. LU Jianzhong as independent non-executive directors.*

\* *Bank of Tianjin 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/deposit-taking business in Hong Kong.*