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哈尔滨银行
HarbinBank

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)

(I) POLL RESULTS OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING HELD ON 12 JULY 2024;

(II) APPOINTMENT OF DIRECTORS AND SUPERVISORS;

(III) CONVENING OF THE FIRST MEETING OF THE NINTH SESSION OF THE BOARD;

(IV) ELECTION OF THE CHAIRMAN OF THE BOARD;

(V) ESTABLISHMENT OF THE SPECIAL COMMITTEES UNDER THE NINTH SESSION OF THE BOARD AND ELECTION OF THE MEMBERS OF THE SPECIAL COMMITTEES;

(VI) APPOINTMENT OF THE PRESIDENT, CHIEF AUDIT OFFICER, BOARD SECRETARY AND JOINT COMPANY SECRETARY AND OTHER SENIOR MANAGEMENT;

(VII) CONVENING OF THE FIRST MEETING OF THE NINTH SESSION OF THE BOARD OF SUPERVISORS; AND

(VIII) ELECTION OF THE CHAIRMAN OF THE BOARD OF SUPERVISORS

The board of directors (the "**Board**") of Harbin Bank Co., Ltd. (the "**Company**") announces that at the 2024 first extraordinary general meeting of the Company (the "**EGM**") held on 12 July 2024, all the resolutions as set out in the notice of the EGM (the "**Notice**") dated 21 June 2024 were duly passed by the shareholders of the Company by way of poll.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 21 June 2024 (the "**Circular**").

I. POLL RESULTS OF THE EGM

The EGM was convened by the Board and chaired by Mr. Deng Xinquan, the Chairman of the Board of the Company. All Directors of the Company attended the EGM.

As at the date of the EGM, the number of issued Shares of the Company was 10,995,599,553 (of which 7,972,029,553 were Domestic Shares and 3,023,570,000 were H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the EGM. A total of 18 Shareholders of the Company and valid proxies holding an aggregate of 7,419,083,927 Shares with voting rights, representing approximately 67.47% of the total number of issued Shares of the Company, entitling the holders thereof to vote at the EGM, were present at the EGM.

There were no Shareholders who were entitled to attend the EGM but required to abstain from voting in favour of the resolutions thereat in accordance with Rule 13.40 of the Listing Rules, or were required to abstain from voting on the resolutions proposed at the EGM in accordance with the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

The poll results of the resolutions at the EGM are as follows:

Ordinary Resolutions		Number of Votes and Percentage to Total Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the appointment of Directors of the Ninth Session of the Board:				
(1)	To consider and approve the re-election of Mr. Deng Xinquan as an executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(2)	To consider and approve the re-election of Mr. Yao Chunhe as an executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(3)	To consider and approve the appointment of Mr. Zhao Zhifeng as a non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(4)	To consider and approve the re-election of Mr. Zhang Xianjun as a non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(5)	To consider and approve the appointment of Mr. Liu Peiwei as a non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed

Ordinary Resolutions		Number of Votes and Percentage to Total Votes (%)			Voting Results
		For	Against	Abstain	
(6)	To consider and approve the appointment of Mr. Cheng Shuai as a non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(7)	To consider and approve the re-election of Mr. Hou Bojian as an independent non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(8)	To consider and approve the re-election of Mr. Jin Qinglu as an independent non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(9)	To consider and approve the appointment of Mr. Chen Ming as an independent non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(10)	To consider and approve the appointment of Ms. Leung Sau Fan, Sylvia as an independent non-executive Director of the Ninth Session of the Board of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
2.	To consider and approve the appointment of external Supervisors and Shareholder representative Supervisor of the Ninth Session of the Board of Supervisors:				
(1)	To consider and approve the re-election of Ms. Li Zhaohua as an external Supervisor of the Ninth Session of the Board of Supervisors of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(2)	To consider and approve the re-election of Mr. Sun Yi as an external Supervisor of the Ninth Session of the Board of Supervisors of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(3)	To consider and approve the appointment of Mr. Jiang Minghui as an external Supervisor of the Ninth Session of the Board of Supervisors of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed
(4)	To consider and approve the re-election of Ms. Chen Wei as a Shareholder representative Supervisor of the Ninth Session of the Board of Supervisors of the Company.	7,419,083,927 (100%)	0 (0%)	0 (0%)	Passed

As more than 50% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the EGM were cast in favour of the resolutions above, the resolutions above were duly passed as ordinary resolutions of the EGM.

The Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM. Jun He Law Offices, the Company's PRC legal advisor, a Supervisor of the Company and two representatives from the Company's Shareholders were also acted as the scrutineers for the vote-taking and vote-tabulation at the EGM.

II. APPOINTMENT OF DIRECTORS AND SUPERVISORS

Appointment of Directors

The Board is pleased to announce that the Shareholders have considered and approved the re-election of members of the Ninth Session of the Board as follows at the EGM: (1) Mr. Deng Xinquan and Mr. Yao Chunhe as executive Directors; (2) Mr. Zhang Xianjun as a non-executive Director; and (3) Mr. Hou Bojian and Mr. Jin Qinglu as independent non-executive Directors. In addition, the Shareholders have considered and approved the appointment of: (1) Mr. Zhao Zhifeng, Mr. Liu Peiwei and Mr. Cheng Shuai as non-executive Directors; and (2) Mr. Chen Ming and Ms. Leung Sau Fan, Sylvia as independent non-executive Directors. The qualifications of newly appointed Directors, namely Mr. Zhao Zhifeng, Mr. Liu Peiwei, Mr. Cheng Shuai, Mr. Chen Ming and Ms. Leung Sau Fan, Sylvia, are subject to the approval by the Heilongjiang Office of the National Financial Regulatory Administration.

For biographical details of Directors mentioned above, please refer to the Circular. As at the date of this announcement, there is no change to such biographical information. For remuneration arrangements of Directors of the Ninth Session of the Board, please refer to the Circular.

To the best knowledge of the Board, as of the date of this announcement, save as disclosed in the Circular, none of Directors of the Ninth Session of the Board: (a) hold any other positions in the Company or any of its subsidiaries, have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company and hold any directorships in other listed public companies in the last three years; (b) have or are deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance); (c) have any other matters that need to be brought to the attention of the Shareholders or any other information that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules. The Company has taken into account the diversity on members of the Board in terms of various aspects brought by such independent non-executive Directors mentioned above, including but not limited to (1) their accomplishment and professional knowledge and industry experience; (2) time commitment, interest and attention to the businesses of the Company; (3) perspectives, skills and experience that they can bring to the Board; and (4) diversity in all its aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service, etc. The Board and the Nomination and Remuneration Evaluation Committee under the Board have also assessed their independence and are satisfied with their independence. To the best knowledge of the Board, as of the date of this announcement, the Board is of the view that each independent non-executive Director meets the independence guidelines set out in Rule 3.13 of the Hong Kong Listing Rules and is independent in accordance with the terms of the guidelines.

Mr. Zhao Hongbo, Mr. Yu Hong and Mr. Lang Shufeng, each a non-executive Director of the Eighth Session of the Board, and Mr. Sun Yan and Mr. Zhang Zheng, each an independent non-executive Director of the Eighth Session of the Board, will not serve as Directors of the Ninth Session of the Board after the conclusion of the EGM. Before the qualifications of new Directors being approved, Mr. Zhao Hongbo and Mr. Lang Shufeng, each a non-executive Director of the Eighth Session of the Board, and Mr. Sun Yan and Mr. Zhang Zheng, each an independent non-executive Director of the Eighth Session of the Board, shall continue to perform their directors' duties under the relevant requirements of laws and regulations as well as the Articles of Association. Each of them has confirmed that he had no disagreement with the Board and there was no matter relating to his retirement that needs to be brought to the attention of the Shareholders and the creditors of the Company. The Board would like to express its sincere gratitude to Mr. Zhao Hongbo, Mr. Yu Hong, Mr. Lang Shufeng, Mr. Sun Yan and Mr. Zhang Zheng for their contributions to the Company during their tenure of service.

Appointment of Supervisors

The Board is pleased to announce that at the EGM, the Shareholders have considered and approved the re-election of Ms. Li Zhaohua and Mr. Sun Yi as external Supervisors of the Ninth Session of the Board of Supervisors of the Company, and Ms. Chen Wei as a Shareholder representative Supervisor of the Ninth Session of the Board of Supervisors of the Company; and have considered and approved the appointment of Mr. Jiang Minghui as an external Supervisor of the Ninth Session of the Board of Supervisors of the Company. As disclosed in the announcement of the Company dated 2 July 2024 (the "**Announcement of Election of Employee Representative Supervisors**"), Mr. Zhao Baocai, Ms. Jiang Yongmei and Mr. Wang Yuanfang were re-elected as employee representative Supervisors of the Ninth Session of the Board of Supervisors at a staff representatives assembly of the Company held on 2 July 2024.

Please refer to the Circular and the Announcement of Election of Employee Representative Supervisors for the biographical details of the above-mentioned Supervisors. As at the date of this announcement, there has been no change to such biographical information. For the remuneration arrangement of the Supervisors of the Ninth Session of the Board of Supervisors, please refer to the Circular and the Announcement of Election of Employee Representative Supervisors.

To the best knowledge of the Board, as at the date of this announcement, save as disclosed in the Circular and the Announcement of Election of Employee Representative Supervisors, none of the above Supervisors (a) holds any other positions in the Company or any of its subsidiaries, has any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company, or held any directorships in any other listed public companies in the last three years; (b) has or is deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance); (c) has any other matters that need to be brought to the attention of the Shareholders or any other information that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

III. CONVENING THE FIRST MEETING OF THE NINTH SESSION OF THE BOARD

The first meeting of the Ninth Session of the Board was held on 12 July 2024. The election of the chairman of the Board, the establishment of the special committees under the Ninth Session of the Board and the appointment of the president, chief audit officer, board secretary and joint company secretary and other senior management were completed at the meeting. See below for details.

IV. ELECTION OF THE CHAIRMAN OF THE BOARD

Mr. Deng Xinquan was elected as the Chairman of the Board of the Company at the first meeting of the Ninth Session of the Board, with a term of office from the date of approval to the expiration of the Ninth Session of the Board. Please refer to the Circular for biographical details of such Director.

V. ESTABLISHMENT OF THE SPECIAL COMMITTEES UNDER THE NINTH SESSION OF THE BOARD AND ELECTION OF THE MEMBERS OF THE SPECIAL COMMITTEES

Establishment of the Special Committees under the Ninth Session of the Board

As considered and approved by the first meeting of the Ninth Session of the Board, five special committees have been established under the Ninth Session of the Board of the Company, including the Development Strategy Committee, Risk Management and Related Transactions Control Committee, Nomination and Remuneration Evaluation Committee, Audit Committee and Consumer Rights Protection Committee.

Election of the Members of the Special Committees under the Ninth Session of the Board

Upon election by the Board, the composition of the special committees under the Ninth Session of the Board of the Company is as follows:

(1) Development Strategy Committee

Chairman: Deng Xinquan

Member: Yao Chunhe, Leung Sau Fan, Sylvia, Liu Peiwei

(2) Risk Management and Related Transactions Control Committee

Chairman: Jin Qinglu

Member: Hou Bojian, Chen Ming, Zhang Xianjun

(3) Nomination and Remuneration Evaluation Committee

Chairman: Chen Ming

Member: Hou Bojian, Leung Sau Fan, Sylvia, Zhao Zhifeng

(4) Audit Committee

Chairman: Jin Qinglu

Member: Hou Bojian, Leung Sau Fan, Sylvia, Cheng Shuai

(5) Consumer Rights Protection Committee

Chairman: Chen Ming

Member: Yao Chunhe, Zhang Xianjun, Cheng Shuai

The term of office of the members of the above committees shall commence on the date of approval and expire at the end of the term of office of the Ninth Session of the Board, of which the term of office of Mr. Zhao Zhifeng, Mr. Liu Peiwei, Mr. Cheng Shuai, Mr. Chen Ming, Ms. Leung Sau Fan, Sylvia shall commence on the date on which their qualifications are approved by the Heilongjiang Office of the National Financial Regulatory Administration and expire at the end of the term of office of the Ninth Session of the Board.

Further, before the new Directors officially take office, the following Directors of the Eighth Session of the Board will continue to perform their respective duties in special committees in accordance with relevant provisions of laws and regulations and the Articles of Association of the Company: Mr. Zhao Hongbo who will continue to perform his duties as a member of the Nomination and Remuneration Evaluation Committee; Mr. Lang Shufeng who will continue to perform his duties as a member of the Audit Committee; Mr. Sun Yan who will continue to serve as the Chairman of the Nomination and Remuneration Evaluation Committee, a member of the Risk Management and Related Transactions Control Committee and Consumer Rights Protection Committee; Mr. Zhang Zheng who will continue to serve as the Chairman of the Consumer Rights Protection Committee, a member of the Risk Management and Related Transactions Control Committee and a member of the Nomination and Remuneration Evaluation Committee; and Mr. Hou Bojian who will continue to serve as a member of the Development Strategy Committee.

VI. APPOINTMENT OF THE PRESIDENT, CHIEF AUDIT OFFICER, BOARD SECRETARY AND JOINT COMPANY SECRETARY AND OTHER SENIOR MANAGEMENT

The first meeting of the Ninth Session of Board resolved to re-appoint Mr. Yao Chunhe as the president of the Company for a term of office from the date of approval to the expiration of the term of office of the Ninth Session of the Board. For the biographical details of Mr. Yao Chunhe, please refer to the Circular. For the remuneration arrangement of Mr. Yao Chunhe, please refer to the paragraph in relation to the remuneration arrangement of the executive Directors as set out in the Circular.

The Board also resolved to re-appoint Ms. Wang Ying as chief audit officer of the Company; Mr. Wu Siliang as secretary of the Ninth Session of the Board and Joint Company Secretary of the Company; Mr. Han Gang, Ms. Zhou Jie and Mr. Liu Dianxin as vice presidents of the Company; Mr. Yang Dazhi as assistant to the president of the Company; Mr. Liang Yong as chief information officer of the Company; Mr. Fang Shang and Mr. Sun Weichao as assistants to the president of the Company; Mr. Sun Shengxue as the chief risk officer of the Company; and Mr. Wu Mingfei as the chief credit approval officer of the Company. The term of office of the aforesaid senior management will commence from the date of approval until the end of the Ninth Session of the Board.

For the avoidance of doubt, Dr. Ngai Wai Fung, another Joint Company Secretary of the Company, continues to serve as the Joint Company Secretary.

VII. CONVENING THE FIRST MEETING OF THE NINTH SESSION OF THE BOARD OF SUPERVISORS

The first meeting of the Ninth Session of the Board of Supervisors of the Company was held on 12 July 2024. The election of the chairman of the Board of Supervisors and other matters were completed at the meeting. See below for details.

VIII. ELECTION OF THE CHAIRMAN OF THE BOARD OF SUPERVISORS

The Company is also pleased to announce that Mr. Zhao Baocai has been elected as the chairman of the Board of Supervisors of the Company at the first meeting of the Ninth Session of the Board of Supervisors of the Company.

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

Harbin, the PRC, 12 July 2024

As at the date of this announcement, the Board of the Company comprises Mr. Deng Xinquan and Mr. Yao Chunhe as executive Directors; Mr. Zhang Xianjun, Mr. Zhao Hongbo and Mr. Lang Shufeng as non-executive Directors; and Mr. Hou Bojian, Mr. Jin Qinglu, Mr. Sun Yan and Mr. Zhang Zheng as independent non-executive Directors.

* *Harbin Bank Co., Ltd. is not an authorised 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 authorised to carry on banking and/or deposit-taking business in Hong Kong.*