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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 INDEPENDENT NON-EXECUTIVE DIRECTOR; PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

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

The board of directors (the “**Board**”) of Bank of Tianjin Co., Ltd.\* (the “**Bank**”) hereby announces that it has received the application for resignation from Mr. HE Jia (“**Mr. HE**”). Due to the fact that he has served as an independent non-executive director of the Bank for a term of six years, he has tendered his resignation as an independent non-executive director of the Bank, a member of the Strategic Development Committee of the Board and the chairman of the Nomination and Remuneration Committee of the Board. Pursuant to relevant laws, regulations and provisions of the articles of association of the Bank, the resignation of Mr. HE will take effect when a new independent non-executive director is elected by 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 National Financial Regulatory Administration (the “**Tianjin Financial Regulatory Bureau (天津金融監管局)**”). Prior to that, Mr. HE shall continue to perform relevant duties as an independent non-executive director and a member of the special committees under the Board in accordance with relevant laws, regulations and provisions of the articles of association of the Bank.

Mr. HE has confirmed that he has no disagreement with the Bank and the Board and there are no other matters that need 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 sincere appreciation to Mr. HE for his contribution and support to the Bank during his tenure of office.

## PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board has considered and passed relevant resolutions for the proposed appointment of Mr. FENG Jinghua (馮景華) (“**Mr. FENG**”) and Mr. PENG Bing (彭冰) (“**Mr. PENG**”) as independent non-executive directors of the seventh session of the Board of the Bank. According to the articles of association of the Bank, the proposed appointment of Mr. FENG and Mr. PENG as independent non-executive directors is subject to the approval of the shareholders of the Bank at the general meeting and the official approval of their qualifications from the Tianjin Financial Regulatory Bureau. Mr. FENG will serve as the chairman of the Nomination and Remuneration Committee of the Board and a member of the Strategic Development Committee of the Board from the date on which his qualification as an independent non-executive director is officially approved by the Tianjin Financial Regulatory Bureau. Mr. PENG will serve as the chairman of Related Party Transactions Control Committee of the Board and a member of Risk Management Committee of the Board from the date on which his qualification as an independent non-executive director is officially approved by the Tianjin Financial Regulatory Bureau.

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

Mr. FENG Jinghua, aged 40, is currently the chief engineer at the National SuperComputer Center in Tianjin.

Mr. FENG has served as the chief engineer at the National SuperComputer Center in Tianjin since June 2020; he served as the head of system department and concurrently served as assistant to the director at the National SuperComputer Center in Tianjin from January 2015 to June 2020; he served as the head of system department at the National SuperComputer Center in Tianjin from January 2011 to January 2015; and he served as the application research and development engineer at the National SuperComputer Center in Tianjin from July 2010 to January 2011.

Mr. FENG has served as a director and the general manager of Tianjin Tianhe Supercomputing Co., Ltd. (天津市天河超級計算有限公司) since March 2023; he has served as an executive director and the general manager of Tianjin Tianhe Computer Technology Co., Ltd. (天津市天河計算機技術有限公司) since March 2023; he has served as the deputy chairman at Tianjin Computer Federation since November 2023; and has served as the chairman of the board of supervisors of Tianjin Information Technology Application Innovation Association (天津市信創協會) since August 2022.

Mr. FENG graduated from the National University of Defense Technology in December 2019 with a doctor’s degree in computer science and technology; he graduated from Xi’an Jiaotong University in June 2010 with a master’s degree in computer science and technology; and he graduated from Xi’an Jiaotong University in June 2007 with a bachelor’s degree in computer science and technology.

As Mr. FENG has a solid academic background and extensive practical experience in research and application of computer science and technology, the election of Mr. FENG as an independent non-executive director of the Bank is conducive to the continuous and effective performance of the Board, which meets the requirements for diversity of the Board of the Bank. Mr. FENG has confirmed that (i) he satisfies the independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) he has no past or present financial or other interests in the business of the Bank or its subsidiaries, nor is he connected with any core connected person (as defined in the Listing Rules) of the Bank; and (iii) there are no other factors that may affect his independence at the time of his appointment.

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

Mr. PENG Bing, aged 52, is currently a professor at Peking University Law School.

Mr. PENG has served successively as the associate professor and professor at Peking University Law School since July 2005; he served as the lecturer at Peking University Law School from January 2000 to July 2005; and he served as the staff member at Chuzhou Sub-branch of Industrial and Commercial Bank of China from July 1993 to August 1994.

Mr. PENG has served as the vice president and secretary general of China Business Law Society since December 2017; he has served as a mediator of Shenzhen Securities and Futures Dispute Resolution Centre since March 2018; has served as an arbitrator of Beijing Arbitration Commission since January 2018; and has served as an arbitrator of Shenzhen Court of International Arbitration since November 2014.

Mr. PENG has served as an independent director of Huatai Securities Co., Ltd. (stock code: 601688.SH, 06886.HK) since December 2022; he served as an independent director of HSBC Qianhai Securities Limited from September 2017 to September 2023; and he served as an independent director of TTCO Trust Corporation Limited from July 2017 to December 2020.

Mr. PENG graduated from Peking University with a doctor's degree in International Finance Law in January 2000; graduated from Peking University with a master's degree in Economic Law in July 1997; graduated from East China University of Political Science and Law with a bachelor's degree in Economic Law in July 1993.

As Mr. PENG has a solid academic background and extensive practical experience in law and finance, etc., the election of Mr. PENG as an independent non-executive director of the Bank is conducive to the continuous and effective performance of the Board, which meets the requirements for diversity of the Board of the Bank. Mr. PENG has confirmed that (i) he satisfies the independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Bank or its subsidiaries, nor is he connected with any core connected person (as defined in the Listing Rules) of the Bank; and (iii) that there are no other factors that may affect his independence at the time of his appointment.

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

During their terms of office as directors of the Bank, Mr. FENG and Mr. PENG will receive a director's allowance of RMB160,000 (after tax) per annum from the Bank respectively. The actual amount of the allowance will be calculated and paid with reference to the "Policies on the Allowance of Directors and Supervisors of Bank of Tianjin Co., Ltd.". The terms of office of Mr. FENG and Mr. PENG shall commence from the date when their qualifications are officially approved by the Tianjin Financial Regulatory Bureau and will end on the date of the expiry of the seventh session of the Board of the Bank.

A circular containing, among others, details of the proposed appointments of Mr. FENG and Mr. PENG as independent non-executive directors of the Bank and a notice of the general meeting of the shareholders of the Bank will be dispatched to the shareholders of the Bank in due course.

By Order of the Board  
**Bank of Tianjin Co., Ltd.\***  
**YU Jianzhong**  
*Chairman*

Tianjin, China  
October 31, 2024

*As at the date of this announcement, the Board of the Bank comprises Mr. YU Jianzhong, Mr. WU Hongtao, Mr. ZHENG Ke and Ms. DONG Xiaodong as executive Directors; Ms. DONG Guangpei, Mr. PENG Chong, Mr. Alistair Marshall BULLOCH, Mr. ZHAO Wei, Mr. WANG Shunlong and Ms. LI Jun as non-executive Directors; Mr. JIN Qingjun, Mr. HE Jia, Mr. ZENG Jianhua, Mr. LU Jianzhong and Mr. GU Zhaoyang 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.*