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BANK OF TIANJIN CO., LTD.*

天津银行股份有限公司*

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

(Stock Code: 1578)

**RE-ELECTION AND PROPOSED APPOINTMENT OF DIRECTORS FOR
THE SIXTH SESSION OF THE BOARD OF DIRECTORS
AND
RE-ELECTION AND PROPOSED APPOINTMENT OF
SHAREHOLDER REPRESENTATIVE
SUPERVISOR AND EXTERNAL SUPERVISORS FOR THE SIXTH SESSION
OF THE BOARD OF SUPERVISORS**

Proposed Appointment of Directors for the Sixth Session of the Board of Directors

The term of office of all Directors of the fifth session of the Board of Directors has expired. According to the Articles of Association, where re-election is not carried out promptly after a director's term of office expires, the director shall continue to perform the duties owed by a director before a new director is elected to take up the office. All the Directors of the fifth session of the Board of Directors currently continue to serve as Directors until members of the sixth session of the Board of Directors assume their office.

The Board of Directors therefore proposed that the sixth session of the Board of Directors shall comprise fifteen Directors, including four executive Directors, six non-executive Directors and five independent non-executive Directors. The Board of Directors further proposed to:

- (i) re-elect Mr. Li Zongtang, Mr. Sun Liguang and Ms. Zhang Furong as executive Directors and appoint Mr. Liang Jianfa as an executive Director;
- (ii) re-elect Mr. Alistair Marshall Bulloch and Mr. Zhao Wei as non-executive Directors and appoint Ms. Sun Jingyu, Mr. Wu Tao, Mr. Xiao Jingxi and Ms. Li Jun as non-executive Directors; and
- (iii) re-elect Mr. Feng Heping, Mr. Law Yee Kwan, Quinn and Mr. Jin Qingjun as independent non-executive Directors and appoint Mr. Hua Yaogang and Mr. He Jia as independent non-executive Directors.

The appointment of the above Directors to be re-elected will become effective after obtaining approval at the AGM and the appointment of the proposed new Directors (namely, Mr. Liang Jianfa, Ms. Sun Jingyu, Mr. Wu Tao, Mr. Xiao Jingxi, Ms. Li Jun, Mr. Hua Yaogang and Mr. He Jia), after obtaining approval at the AGM, will only become effective upon obtaining approvals from CBRC Tianjin Office for their qualifications as Directors.

The term of office of the new session of the Board of Directors will be three years. The term of office of the Directors to be re-elected will commence upon the approval of their appointment at the AGM until the expiration of the term of office of the sixth session of the Board of Directors. The term of office of the appointment of the proposed new Directors will commence upon the approval by CBRC Tianjin Office for their qualifications until expiration of the term of office of the sixth session of the Board of Directors.

Each of the re-elected and appointed Directors will enter into a service contract with the Bank after the approval of his or her appointment. The re-elected and appointed executive Directors and non-executive Directors will not receive director's remuneration and/or allowance from the Bank during his or her term as a director of the Bank. Each of the re-elected and appointed independent non-executive Directors will receive director's allowance from the Bank during his or her term as a Director of the Bank with a standard level of RMB160,000 per year, while the actual allowance amount will be calculated and paid based on Measures for the Administration of Work Allowance of Directors and Supervisors of Bank of Tianjin Co., Ltd.

Biographical details of the above Director candidates for the sixth session of the Board of Directors are set out as follows:

Executive Directors

Mr. LI Zongtang (李宗唐), aged 58, has served as the secretary of the Party Committee of the Bank since August 2016. Mr. Li was appointed as our executive Director and Chairman in February 2017 and is responsible for the overall work of Party Committee and our Board and is in charge of General Office of the Board. From July 2010 to August 2016, he worked as the secretary of the Party Committee and chairman of Tianjin Rural Commercial Bank Co., Ltd. (天津農村商業銀行股份有限公司). From November 2009 to July 2010, he served as the secretary of the Party Committee and chairman of Tianjin Rural Cooperative Bank. From August 2008 to November 2009, Mr. Li served as the secretary of the Party Committee, chairman of the board and president of Tianjin Rural Cooperative Bank (天津農村合作銀行). From June 2005 to August 2008, he held the positions of the deputy secretary of the Party Committee and president of Tianjin Rural Cooperative Bank. From May 2003 to April 2006, he served as the deputy secretary of the Party Committee and general manager of Tianjin Trust and Investment Co., Ltd. (天津信託投資有限責任公司). From July 2001 to May 2003, Mr. Li served as the deputy secretary of the Party Committee and general manager of Tianjin Trust and Investment Corporation (天津信託投資公司). From August 1997 to July 2001, he held the positions of the deputy head and a member of the party leadership group of Tianjin Financial Bureau and Tianjin Municipal Taxation Bureau (天津市地方稅務局). From November 1996 to August 1997, he also acted as the director of the Capital Management Division of Tianjin Financial Bureau (天津市財政局資金管理處). From March 1988 to August 1997, he served successively as the deputy director and director of the Budget Division of Tianjin Financial Bureau (天津市財政局預算處). From May 1986 to March 1988, Mr. Li served successively as a staff and a principal staff member of the First Business Division of Tianjin Financial Bureau (天津市財政局企業一處). From August 1985 to May 1986, he served successively as a staff and the deputy chief of the Metallurgy Section under the Second Finance and Taxation Management Division of Tianjin Financial Bureau. Mr. Li served as a finance and taxation specialist of the Metallurgy Section under the Second Finance and Taxation Management Division of Tianjin Financial Bureau (天津市財政局財稅管理二處冶金科) from October 1976 to March 1983.

From March 1983 to August 1985, he attended the special training course for cadres, majoring in finance at the Tianjin University of Finance and Economics (天津財經學院). He is a qualified senior accountant, accredited by the Tianjin Municipal Accounting Profession Senior Duties Evaluation Committee (天津市會計專業高級職務評審委員會) in January 2000.

Mr. SUN Ligu (孫利國), aged 54, was appointed as our executive Director in February 2017 and acted as our President since February 2017. He is responsible for the overall work of our Bank's operation and management and is in charge of Strategic Development Department. Since August 2016, Mr. Sun has served as the deputy secretary of the Party Committee of the Bank. From August 2016 to December 2016, Mr. Sun worked as the chairman of the supervision committee of China Bohai Bank Co., Ltd. From July 2016 to August 2016, Mr. Sun also worked as the chairman of the labour union of China Bohai Bank Co., Ltd. From June 2015 to August 2016, he worked as deputy secretary of the Party Committee and chairman of the supervision committee of China Bohai Bank Co., Ltd. From December 2009 to June 2015, he also served as the vice president of China Bohai Bank Co., Ltd. From December 2005 to June 2015, Mr. Sun served as a member of the Party Committee and the secretary to the board of China Bohai Bank Co., Ltd. From August 2005 to December 2005, he acted as the person-in-charge of the proposed board secretariat of China Bohai Bank Co., Ltd. (渤海銀行股份有限公司) (in planning). From December 2003 to August 2005, Mr. Sun served as an assistant to the head of General Office of the Planning and Establishment Lead Group of China Bohai Bank (渤海銀行籌建工作領導小組辦公室) and was responsible for the daily work of such General Office. From January 1998 to December 2003, he worked as the head of general office of China Construction Bank, Tianjin Branch. From December 1990 to January 1998, Mr. Sun served successively as the vice president and president of China Construction Bank (formerly known as People's Construction Bank of China), Tianjin Nankai Sub-branch (中國人民建設銀行天津南開支行). From April 1988 to December 1990, he served as an assistant to the director of the Tianjin Seamless Steel Tube Project Office of People's Construction Bank of China (中國人民建設銀行天津無縫鋼管工程辦事處). From August 1985 to April 1988, Mr. Sun served as a staff of the Project Inspection Division of People's Construction Bank of China, Tianjin Branch (中國人民建設銀行天津市分行項目審查處).

Mr. Sun graduated from the Faculty of Construction Management at Tianjin University (天津大學) in July 1985 majoring in construction management engineering of infrastructure. He also obtained a master's degree in business administration from Tianjin University and a master's degree in economics from the Faculty of Finance at Nankai University (南開大學), majoring in monetary banking in July 1997. In January 2012, he received a doctorate degree in management science and engineering from Tianjin University. He is a qualified senior engineer, accredited by China Construction Bank (中國建設銀行) in 1999.

Ms. ZHANG Furong (張富榮), aged 56, was appointed as our executive Director in December 2014 and has been the secretary of the Board of Directors of our Bank since June 2015. Ms. Zhang was appointed as our Vice President in January 2016. She is primarily responsible for works in respect of Corporate Business Department, Trade and Finance Department, SME Business Department, Investment Banking Department, Interbank Market Department and Asset Management Department. She also assists the Chairman in charge of General Office of Board. Ms. Zhang was appointed as chairman of Bank of Tianjin Financial Leasing Co., Ltd (天銀金融租賃股份有限公司) in October 2017. She has been a member of the Party Committee of our Bank since September 2009 and the trade union president of our Bank since November 2009. From December 21, 2016 to February 16, 2017, she performed the duty of chairman of our Bank. From June 2015 to March 2016, she served as Director of Listing office, responsible for listing matters.

Ms. Zhang has 30 years of experience in banking business operations and management. Ms. Zhang served as Supervisor from March 2011 to November 2014, during which, she was acting Chairman of the Board of Supervisors from January 2014 to November 2014. From November 1996 to March 2011, she served as director of our Bank. Ms. Zhang served as the president and the secretary of the Party Committee of the Binhai Branch of our Bank from October 2007 to November 2011, while serving as the president and the deputy secretary of the Party Committee of the Binhai branch of our Bank from May 2007 to October 2007. In addition, from May 2006 to May 2007, Ms. Zhang was the deputy branch president and a member of the Party Committee of the Binhai branch of our Bank. From November 1996 to May 2006, she served as president and party branch secretary of Tanggu Branch of Tianjin Commercial Bank (天津市商業銀行塘沽支行), the predecessor of our Bank. Between January 1988 and November 1996, she held various positions of the Tianjin City Credit Cooperative (Tanggu District), our predecessor, including the chief of credit section, head of General Office, assistant manager and deputy manager.

Ms. Zhang served as the representative of the 13th, 14th and 15th People's Congress of Tianjin, the representative of the 1st People's Congress of Tianjin Binhai New District, and was a member of the 15th and 16th Federation of Trade Unions Committee of Tianjin. Ms. Zhang was elected as a committee member of the 13th of the Women's Executive Committee in April 2013. She became a national representative of the 16th National Congress of PRC Trade Unions in October 2013, and was elected as a member of the 17th Federation of Trade Unions Committee of Tianjin in July 2017.

Ms. Zhang obtained a diploma in finance from the Tianjin Tanggu Professional College (天津市塘沽職工中專) in April 1993, and obtained a China diploma in business administration from the Tianjin University of Finance and Economics (天津財經學院) in Tianjin, China in May 1998. In September 2001, she obtained a master's degree in business administration from Wisconsin International University, Ukraine. In June 2005, she obtained a higher certificate in Professional Finance Management for China's Managers. In July 2008, she also obtained a on-job postgraduate certificate in economic law from the Central Party School of the Communist Party of China (中共中央黨校) in Beijing, China. She obtained an executive master of business administration from Nankai University (南開大學) in Tianjin, China in June 2011. She is a qualified senior economist accredited by the Review Committee for Senior Positions of Non-national Enterprises of Suizhou (隨州市非全民企業高級職務評審委員會) in May 2006.

Mr. LIANG Jianfa (梁建法), aged 52, has served as a member of the Party Committee of the Bank since September 2014, Vice President since December 2014 and the chief financial officer of our Bank since June 2015. Mr. Liang is in charge of the Risk Management Department, Credit Management Department, Asset Preservation Department, Legal Affairs Department, Internal Control and Compliance Department, Asset and Liability Management Department and Financial Accounting Department.

Mr. Liang has nearly 30 years of experience in banking operations and management. Prior to joining our Bank, he held a number of positions at China Bohai Bank from August 2006 to September 2014, including being the Vice President, the deputy general manager, general manager of the human resources department and audit department. He was also a member of the Party Committee. From April 2003 to August 2006, he served as the deputy general manager of the risk management department of CITIC Holdings Company Limited (中信控股有限責任公司). Prior to that, he held a number of positions at the Hebei Provincial branch and Tianjin branch of People's Bank of China from July 1986 to March 1995 and February 1996 to April 2003, including being the auditor, the auditor of department level, as well as the deputy director and the director of the first regulatory division and director of bank management division. He also served as a supervisor of Bank of England from March 1995 to February 1996.

Mr. Liang received his bachelor's degree in economics (majoring in finance) from Nankai University (南開大學) in Tianjin, China in July 1986 and obtained a master's degree in economics from the Finance Department, Tianjin University of Finance and Economics (天津財經學院) in Tianjin, China in September 1999. Mr. Liang was qualified as a senior economist, accredited by the People's Bank of China since May 2000.

Non-executive Directors

Ms. SUN Jingyu (孫靜宇), aged 50, has served as the director of the finance and accounting department of Tianjin T&B Holding Co., Ltd (天津天保控股有限公司) since January 2017. Prior to that, Ms. Sun's primary work experiences include serving as: (i) the general manager and director of Tianjin T&B Financial Management Co., Ltd. (天保財務管理公司) and deputy director of the finance and accounting department Tianjin T&B Holding Co., Ltd. from September 2015 to January 2017; (ii) the executive director and general manager of Tianjin T&B Financial Management Co., Ltd. and deputy director of Tianjin T&B Holding Co., Ltd. from August 2013 to September 2015; (iii) the accountant, finance supervisor, senior finance supervisor, director assistant and deputy director of the finance and accounting department, successively, from March 2004 to August 2013; (iv) the financial manager of Tianjin Wanqiao Engineering Department Co., Ltd. (天津萬橋工程發展有限公司) from August 1997 to March 2004, during which she studied in the junior college class of the accounting major II in the Tianjin University of Finance and Economics (天津財經學院) from September 1994 to July 1996; (v) the cadre of Tianjin Sanfeng Bus Co., Ltd. (天津三峰客車有限公司) from April 1992 to August 1997; and (vi) the cadre of the Tianjin Bus Factory (天津市客車廠) from July 1990 to April 1992.

Ms. Sun received a bachelor's degree in automobile and tractor from the mechanical engineering department I of the branch school of Tianjin University (天津大學分校) in July 1990. She is qualified as a senior accountant.

Mr. WU Tao (武韜), aged 56, has served as the party branch secretary and vice general manager of Tianjin Port Free Trade Zone Investment Co., Ltd. (天津保稅區投資有限公司) since March 2018; while from October 2014 to March 2018, Mr. Wu served as the vice general manager of Tianjin Port Free Trade Zone Investment Co., Ltd. (天津保稅區投資有限公司). Prior to that, Mr. Wu served as the vice general manager of Tianjin T&B International Logistics Holding Co., Ltd. (天津天保國際物流集團有限公司) from November 2005 to October 2014; the vice general manager of Tianjin T&B Logistics Co., Ltd. (天津天保物流有限公司) from April 2004 to November 2005; the general manager of Tianjin T&B International Procurement Centre Co., Ltd. (天津天保國際採購中心有限公司) from June 2002 to April 2004; the vice general manager of Tianjin Sinorails-long Jintai Storage and Transportation Co., Ltd. (天津華鐵隆津泰儲運有限公司) from December 1995 to June 2002; a staff and a deputy section chief of the Economic and Trade Division of the Tianjin Port Free Trade Zone Administrative Committee (天津港保稅區管委會經貿處) from September 1991 to December 1995; in the meantime, the vice general manager of Tianjin Tianzheng Property & Merchants Co., Ltd. (天津天正房地產招商有限公司) from October 1993 to December 1995; a staff of the Transportation Section of Tianjin Port Storage & Transportation Company (天津港儲運公司運務科) from October 1987 to September 1991; and a cadre of the Tangjiakou Warehouse of the Storage & Transportation Company of Tianjin Yishang Bureau (天津一商局儲運公司唐口倉庫) from August 1985 to October 1987.

Mr. Wu graduated from the Faculty of Storage & Transportation Management of Beijing Institute of Business (北京商學院) with a bachelor's degree in Storage & Transportation Management in July 1985. From September 2001 to July 2004, Mr. Wu studied at Tianjin Municipal Party School (天津市委黨校), majoring in the party theory and party building. In December 2012, Mr. Wu was qualified as a senior economist.

Mr. Alistair Marshall BULLOCH (布樂達), aged 60, was appointed as our non-executive Director in June 2009. Mr. Bulloch has held a number of positions at ANZ and is currently in the position of Managing Director of Partnerships since June 2014. He has been serving as director of ANZ Royal Bank (Cambodia) Ltd. since March 2011 and has held the position of Chairman since June 2012. He has been serving as director of United (Cambodia) Land Company Ltd since March 2011, director of Jikk Pty Ltd. since June 2012 and director of Votrait No. 113 Pty Ltd since July 2013. Mr. Bulloch served as a director in various entities under ANZ from 2008 to 2016, namely ANZ Bank (Vietnam) Limited, ANZ Bank (Taiwan) Limited, Shanghai Rural Commercial Bank Co. Ltd., ANZ Rural Bank Co. Ltd., ANZ Insurance Broker Co., Ltd., ANZ Bank (Europe) Limited, ANZ, ANZ Pensions (UK) Limited, ANZ V-Trac International Leasing Company, ANZ Bank (Lao) Ltd. and ANZ Capital Private Ltd. He has since successively held positions in ANZ as Deputy CEO of Asia Pacific, Europe and America from December 2009 to September 2010 and as Managing Director and Senior Advisor of Asia Pacific, Europe and America from September 2010 to June 2014. He joined ANZ in April 2008 and held the positions of CEO of North East Asia and CEO of Hong Kong from April 2008 to December 2009.

Mr. Alistair Marshall Bulloch obtained a bachelor's degree in business studies from Dundee College of Technology in Scotland, the United Kingdom in January 1980.

Mr. ZHAO Wei (趙煒), aged 48, was appointed as our non-executive Director in December 2014. He served as the deputy general manager of Tianjin Pharmaceutical Holdings Ltd. since December 2013. Prior to that, he served successively as deputy general manager of Tsinlien Group (Tianjin) Assets Management Company Limited (香港津聯集團(天津)資產管理有限公司), general manager of the financial market department of Tsinlien Group Company Limited in Hong Kong, general manager of Tianjin Development Assets Management Company Limited (天津發展資產管理有限公司) and assistant to general manager of Tsinlien Group Company Limited in Hong Kong from September 2005 to December 2013. Between July 1992 and September 2005, Mr. Zhao held a number of positions at Northern International Trust and Investment Corporation (北方國際信託投資股份有限公司), including being assistant to manager of the international business department, assistant to manager of the trading department, manager of the international business department and vice general manager of the securities investment department.

Mr. Zhao received his bachelor's degree in international economic cooperation and his master degree in economics from the faculty of finance at Tianjin University of Finance (天津財經學院) in Tianjin, China in July 1992 and September 1999, respectively.

Mr. XIAO Jingxi (肖京喜), aged 55, has been the chief accountant of Tianjin Bohai Chemical Industry Group Co., Ltd. (天津渤海化工集團有限責任公司) and the chairman of Tianjin Bohai Group Finance Company Limited (天津渤海集團財務有限責任公司) since April 2015. Prior to that, Mr. Xiao's primary work experiences include serving as: (i) the deputy secretary of general party branch, director and general manager of Tianjin Bohai Group Finance Company Limited from August 2014 to April 2015; (ii) the deputy secretary of general party branch and general manager of Tianjin Bohai Group Finance Company Limited from December 2010 to August 2014; (iii) the party branch secretary and general manager of Tianjin Bohai Group Finance Company Limited from September 2004 to December 2010; (iv) the chief accountant of Tianjin Dagou Chemical Co., Ltd. (天津大沽化工有限責任公司) from December 2001 to September 2004, during which he

studied business administration in Wisconsin International University (威斯康辛國際大學) from June 2001 to May 2003; (v) the accountant and team leader, the deputy director, the director of the finance division and the deputy chief accountant of Tianjin Dagou Chemical Plant (天津大沽化工廠), successively, from July 1987 to December 2001; and (vi) the teacher from the Baozhuang secondary school in Hexiwu village, Wuqing county, Tianjin (天津市武清縣河西務鄉寶莊中學) from July 1986 to July 1987.

Mr. Xiao received a bachelor's degree in economics from the Department of Industrial Management of Tianjin University of Finance and Economics (天津財經學院) in July 1986. He is qualified as a senior accountant.

Ms. LI Jun (李峻), aged 45, has been the chief accountant and general manager of the finance department of CSSC Shipping (中國船舶(香港)航運租賃有限公司) since February 2017. Prior to that, Ms. Li's primary work experiences include serving as: (i) the chief accountant of CSSC Shipping in February 2017; (ii) the deputy chief accountant and chief accountant of Guangzhou Wenchong Dockyard Co., Ltd. (廣州中船文沖船塢有限公司) from July 2011 to February 2017; (iii) the finance center deputy director of Guangzhou Shipyard International Company Limited (廣州廣船國際股份有限公司) from November 2009 to July 2011, during which she studied the master degree's course in the industrial engineering department of Huazhong University of Science and Technology (華中科技大學) from September 2007 to October 2010; (iv) a temporary post of finance department director in Guangzhou Shipyard International Company Limited (廣州船舶工業公司) from December 2008 to October 2009; (v) the finance center director, assistant director, and deputy director of Guangzhou Shipyard International Company Limited from March 1995 to November 2008; and (vi) the intern in Guangzhou Shipyard Factory (廣州造船廠).

Ms. Li received a bachelor's degree in trade and economics from Beijing College of Commerce (北京商學院) in July 1994. She is qualified as a senior accountant.

Independent Non-executive Directors

Mr. FENG Heping (封和平), aged 57, was appointed as our independent non-executive Director in December 2014. Mr. Feng was supervisor of China Galaxy Securities Company Limited (中國銀河證券股份有限公司) (a company listed on the Hong Kong Stock Exchange, stock code: 06881) from June 2015 to July 2016. He was the managing director of Beijing branch of Morgan Stanley, from March 2011 to August 2014. Mr. Feng joined in PricewaterhouseCoopers in 1992 (he worked at Arthur Andersen from 1992 to 1997, which subsequently merged with PricewaterhouseCoopers), and served as the managing partner of the Beijing office of PricewaterhouseCoopers. Prior to that, Mr. Feng worked at China Financial Management Accounting Firm (中華財務會計諮詢公司) from 1985 to 1992.

Mr. Feng obtained a bachelor's degree in accounting from Shanxi University of Finance and Economics (山西財經大學) (formerly known as Shanxi College of Finance and Economics (山西財經學院)) in September 1982. He obtained the non-practicing Chinese Certified Public Accountant qualification from the Chinese Institute of Certified Public Accountants in June 2016.

Mr. LAW Yee Kwan, Quinn (羅義坤), aged 65, was appointed as our independent non-executive Director in October 2015. Mr. Law worked as a director and Vice President of the Hong Kong Business Accountants Association from October 2014 to July 2017. Mr. Law serves as a council member cum audit committee chairman of the Hong Kong University of Science and Technology and has been a member of the Financial Affairs Expert Working Group of University Grants Committee since December 2013. He has also served on a number of committees of the Hong

Kong Institute of Certified Accountants and lately on its Professional Conduct Committee from 2008 to 2015. Mr. Law has been independent non-executive director of HKBN Limited (a company listed on the Hong Kong Stock Exchange, stock code: 01310) since February 2015 and independent non-executive director of ENN Energy Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 02688) since May 2014. From December 2013 to June 2015, Mr. Law was one of the independent non-executive directors of National Agricultural Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 01236). From March 2008 to March 2013, Mr. Law was the deputy chairman and managing director of the Urban Renewal Authority, a statutory organization in Hong Kong.

Mr. Law is a professional accountant. Mr. Law has been a fellow of the Hong Kong Institute of Certified Public Accountants (formerly known as the Hong Kong Society of Accountants) since June 1985 and has been a fellow of the Association of Chartered Certified Accountants (formerly known as the Association of Certified Accountants) in the United Kingdom since December 1982. He has been an associate member of the Institute of Chartered Secretaries and Administrators in the United Kingdom since November 1980. Mr. Law is a Justice of Peace in Hong Kong and was awarded the Silver Bauhinia Star in 2014 by the Hong Kong Special Administrative Region.

Mr. JIN Qingjun (靳慶軍), aged 60, was appointed as our independent non-executive Director on February 2017. Since September 2002, he has been a partner of King & Wood Mallesons. In 2012, Mr. Jin was among the Top 10 PRC Lawyers of the Year and also earned the title of the PRC Securities Lawyer of the Year. From October 1993 to August 2002, he was a partner of Shu Jin Law Firm (信達律師事務所). From April 1989 to October 1993, he was an attorney at Chinatrust Law Firm (中信律師事務所). From August 1987 to April 1989, he successively worked as an exchange attorney at a Hong Kong law firm and a UK law firm. From August 1984 to July 1987, he studied at China University of Political Science and Law (中國政法大學) and earned a master degree of law. From January 1982 to August 1984, he worked as a teaching assistant at the School of Library at Anhui University. From March 1975 to March 1977, he was a teacher at Anhui Bengbu No. 21 Secondary School (安徽蚌埠市第二十一中學).

Since April 2014, Mr. Jin has served as an independent director of Gemdale Corporation (金地(集團)股份有限公司) (stock code: 600383). From October 2014, he has served as an external supervisor of China Merchants Bank Co., Ltd. (招商銀行股份有限公司). From December 2013 to December 2016, he served as an independent director of Masterwork Machinery Co., Ltd. (天津長榮印刷設備股份有限公司) (stock code: 300195). Since January 2013, he has served as an independent director of Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司). From April 2010 to June 2013, he served as an independent director of China International Marine Containers (Group) Ltd. (中國國際海運集裝箱(集團)股份有限公司). From February 2010 to February 2016, he served as an independent director of New China Asset Management Co., Ltd. (新華資產管理股份有限公司). From May 2005 to June 2012, he served as an independent director of China Innovationpay Group Limited (中國創新支付集團有限公司). From September 2004 to April 2010, he served as an independent director of China United Travel Co., Ltd. (國旅聯合股份有限公司). Since April 2003, Mr. Jin has served as an independent director of Invesco Great Wall Fund Management Co., Ltd. (景順長城基金管理有限公司).

Mr. Jin studied at Anhui University (安徽大學) from April 1978 to January 1982, and earned a bachelor's degree of arts.

Mr. HUA Yaogang (華耀綱), aged 60, has retired from the position of the general manager of the education department and director of the party committee publicity department of the ICBC headquarters (中國工商銀行總行) (which he started to hold since January 2014) since October 2017. Prior to that, Mr. Hua's primary work experiences include serving as: (i) the president of Tianjin Branch of the Industrial and Commercial Bank of China (中國工商銀行天津分行) from April 2003 to January 2014; (ii) the president of Chongqing Branch of the Industrial and Commercial Bank of China (中國工商銀行重慶分行) from November 2003 to June 2006; (iii) the deputy president and executive vice president of Tianjin Branch of the Industrial and Commercial Bank of China and concurrently general manager of China Huarong (Tianjin) (中國華融資產管理公司(天津)) from November 1994 to November 2003; (iv) the deputy director of the fund planning office, the general manager of the business department and the assistant to president of Tianjin Branch of the Industrial and Commercial Bank of China, successively, from January 1985 to November 1994; and (v) the grass-root branch cadre of the People's Bank of China (中國人民銀行) from October 1974 to January 1985.

Mr. Hua received a doctoral degree in economics from Nankai University (南開大學). He is qualified as a senior economist.

Mr. HE Jia (何佳), aged 63, has been the double employed professor of Tsinghua University (清華大學) since September 2005, the chair professor of Chang Jiang Scholars Program since September 2008, and the leading professor of Southern University of Science and Technology (南方科技大學) since May 2014. Prior to that, Mr. He's primary work experiences in education industry include serving as: (i) the director of finance in Shanghai Jiaotong University (上海交通大學) from September 2006 to August 2007; (ii) the EMBA core professor of CEIBS (中歐國際工商管理學院) from September 2003 to August 2006; (iii) the part-time professor of Graduate School of the People's Bank of China (人民銀行研究生部) from September 1998 to August 2008; (iv) the professor of CUHK (香港中文大學) Business School and director of the Chinese Academy of Finance Reform and Development, CUHK from August 1998 to July 2015; (v) the adjunct professor of Faculty of Engineering, CUHK from August 1996 to July 1998; (vi) the adjunct professor (tenure) of University of Houston (休斯頓大學) from April 1996 to August 1999; (vii) the assistant professor of University of Houston from September 1991 to August 1995; (viii) the assistant professor of DePaul University (德保羅大學) from September 1989 to August 1991; (ix) the assistant professor of Baruch College (美國紐約市立大學柏魯克學院) from September 1988 to August 1989; and (x) the research assistant (RA) of Link Project (L.R.Klein as Project leader) from September 1984 to August 1986.

Mr. He's primary work experiences in listed companies including serving as: (i) the independent director and remuneration committee chairman of Northern International (北方國際) (Shenzhen Stock Exchange: 000065) since May 2016; (ii) the independent director and chairman of related party transaction committee of Citic Securities (中信證券) (Shanghai Stock Exchange: 600030; Hong Kong Stock Exchange: 06030) since March 2016; (iii) the independent director and remuneration committee chairman of China Chengtong Group (中國誠通集團) (Hong Kong Stock Exchange: 00217) since July 2015; (iv) the independent director and chairman of the board of directors audit committee of Tsinghua Tongfang (清華同方) (Shanghai Stock Exchange: 600100) since March 2015; (v) the independent director of NEXGO (新國都) (Shenzhen Stock Exchange: 300130) since November 2012; (vi) the independent director and chairman of the board of directors audit committee of Huayu Mining (西藏華域礦業) (Shanghai Stock Exchange: 601020) since October 2012; and (vii) the independent director and chairman of G-governance committee of the board of directors of Oriental Patron (香港東英投資) (Hong Kong Stock Exchange: 01140) since September 2003.

Mr. He's primary work experiences in non-listed companies including serving as: (i) the independent director of China Galaxy International (銀河國際) since June 2016; (ii) the chairman of Sincere Capital (信熹資本) since March 2016; (iii) the independent director of Western Leadbank FMC (梅隴西部基金公司) from June 2010 to June 2013; and (iv) the independent director and chairman of G-governance committee of the board of directors of China Investment Securities (中投證券) from February 2005 to March 2017.

Mr. He's primary work experiences in governmental organs including serving as: (i) the financial adviser of Quanzhou Municipal Government (泉州市政府) since January 2015; (ii) the financial adviser of Chengdu Municipal Government (成都市政府) since July 2009; (iii) the financial adviser of Wuhan Municipal Government (武漢市政府) from November 2008 to November 2011; (iv) the head of comprehensive research institute of Shenzhen Stock Exchange (深圳證券交易所) from June 2001 to October 2002; (v) the member of CSRC Planning and Development Committee (中國證監會規劃發展委員會) from June 2001 to August 2002; and (vi) the academic director-general of postdoctoral workstation at the Shenzhen Stock Exchange from April 2001 to October 2002.

Mr. He studied as a worker-peasant-soldier student (工農兵學員) in the mathematics department of Heilongjiang University (黑龍江大學) from September 1975 to August 1978. He received a master's degree in computer and decisions-making from Shanghai Jiaotong University (上海交通大學) in November 1983, and a PhD degree in finance from Wharton School, University of Pennsylvania (美國賓夕法尼亞大學沃頓商學院) in August 1988.

Save as disclosed above, as of the date of this announcement, each of the above Director candidates confirmed that (i) he or she has not held any position of the Bank or its subsidiaries nor any other directorship or supervisorship in other listed companies for the past three years; (ii) he or she does not have any relationship with any other directors, supervisors, senior management, substantial or controlling shareholders of the Bank; and (iii) he or she does 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 herein, there are no other matters concerning the re-election or appointment of each of the above Director candidates that are required to be disclosed pursuant to paragraphs 13.51(2)(h) to 13.51(2)(v) of Hong Kong Listing Rules, and there are no other matters that need to be brought to the attention of the shareholders of the Bank.

Proposed Appointment of Shareholder Representative Supervisor and External Supervisors for the Sixth Session of the Board of Supervisors

The term of office of all Supervisors of the fifth session of the Board of Supervisors has expired. According to the Articles of Association, in the event that re-election of a supervisor does not take place on a timely basis upon expiry of his/her term of office, the supervisor shall continue to perform his/her duty as a supervisor in accordance with the laws, administrative regulations and the Articles of Association before a new supervisor is elected and assumes office. All the Supervisors of the fifth session of the Board of Supervisors currently continue to serve as Supervisors until members of the sixth session of the Board of Supervisors assume their office.

The Board of Supervisors therefore proposed that the sixth session of the Board of Supervisors shall comprise five Supervisors, including two employee representative Supervisors, one shareholder representative Supervisor and two external Supervisors. The Board of Supervisors further proposed to:

- (i) re-elect Mr. Zhang Lianming as external Supervisor and appoint Mr. Liu Baorui as external Supervisor; and
- (ii) appoint Mr. Yu Yang as shareholder representative Supervisor.

According to the Articles of Association, the employee representative Supervisors shall be elected and appointed by the employee representatives general meeting of the Bank and does not require the shareholders' approval at the general meeting of the Bank. Ms. Feng Xia and Mr. Yao Tao have been re-elected by the employee representatives general meeting of the Bank held on March 15, 2018.

The term of office of the new session of the Board of Supervisors will be three years. The term of office of the external Supervisors to be re-elected will commence upon the date of the approval of their appointment at the AGM until the expiration of the term of office of the sixth session of the Board of Supervisors. The term of office of the external Supervisors and the shareholder representative Supervisor to be appointed (i.e. Mr. Liu Baorui and Mr. Yu Yang) will commence upon the date of their retirement from the office of Directors of the fifth session of the Board of Directors until the expiration of the term of office of the sixth session of the Board of Supervisors. The term of office of the employee representative Supervisors is from March 15, 2018 until the expiration of the term of office of the sixth session of the Board of Supervisors.

The employee representative Supervisors and the shareholder representative Supervisor will not receive supervisor's remuneration and/or allowance from the Bank during his or her term as Supervisors. Each of the external Supervisors will receive Supervisor's allowance from the Bank during his or her term as Supervisor with a standard level of RMB160,000 per year, while the actual allowance amount will be calculated and paid based on Measures for the Administration of Work Allowance of Directors and Supervisors of Bank of Tianjin Co., Ltd.

Biographical details of the above Supervisor candidates for the sixth session of the Board of Supervisors are set out as follows:

Shareholder Representative Supervisors

Mr. YU Yang (于陽), aged 38, was appointed as our non-executive Director on May 2015. Mr. Yu has over 10 years of experience in the operations and management of banking and securities. Mr. Yu served as assistant to the general manager at Tianjin Financial Investment and Services Group Co., Ltd. (天津津融投資服務集團有限公司) since October 2017. From January 2009 to October 2017, Mr. Yu served as assistant to the general manager, deputy general manager and general manager at Tianjin Port Free Trade Zone Investment Co., Ltd. Mr. Yu served as the head of the asset management department of Tianjin Tianbao Holdings Ltd. from April 2007 to December 2008. Mr. Yu served as senior manager at Bohai Securities Co., Ltd. from September 2003 to March 2007.

Mr. Yu graduated from Nankai University (南開大學) in Tianjin, China in June 2001 with a bachelor's degree of sector economics in real estate operation and management from the Department of Economics.

External Supervisors

Mr. ZHANG Lianming (張連明), aged 54, was appointed as our External Supervisor in December 2014. Currently, he serves as the general manager of the Tianjin office of Lixin Certified Tax Agents Co., Ltd. (立信稅務師事務所有限公司) (previously known as Tianjin Haohua Certified Tax Agents Co., Ltd. (浩華稅務師事務所有限公司)). From March 2000 to May 2001, he was the chief of Section III of the Inspection Bureau under Tianjin State Tax Bureau. He served as a director of the external business department of Tianjin Tax Consultancy Agency (天津稅務諮詢事務所) from November 1994 to February 2000. Mr. Zhang served as sub-division secretary of the personnel department and deputy chief of Section III of the Tianjin Municipal Tax Bureau Heping District Sub-Administration from January 1982 to March 1990.

Mr. Zhang obtained a college diploma in Accounting from Tianjin University of Finance and Economics (天津財經學院) in Tianjin, China and a college diploma in Party Work and Administration from Tianjin Open University (天津廣播電視大學) in Tianjin, China respectively in July 1993 and July 1986. He also obtained a master's degree in business administration from Macau University of Science and Technology in Macau, China in June 2004. In October 1999, he also obtained the qualification as the registered tax agent in China.

Mr. LIU Baorui (劉寶瑞), aged 60, has been our independent non-executive Director since March 2011. He has been serving as chairman of the board of Shenzhen First Financial Services Limited (深圳第一金融服務有限公司) since September 2013. Mr. Liu served as the executive director and CEO of China Financial International Investments Limited (中國金融國際投資有限公司) (a company listed on the Hong Kong Stock Exchange, stock code: 00721.HK) from February 2011 to January 2013, assistant to president, the deputy president, executive director, and deputy secretary of the Party Committee of Shenzhen Development Bank Co., Ltd. (深圳發展銀行股份有限公司) (currently known as Ping An Bank Co. Ltd., a company listed on the Shenzhen Stock Exchange, Stock Code: 000001.SZ) from August 1998 to December 2010. From April 1981 to August 1998, Mr. Liu successively served as a staff, deputy director, director and branch president of Agricultural Bank of China Limited. From January 1976 to March 1981, Mr. Liu worked as a clerk at the People's Bank of China.

Mr. Liu obtained a certificate of graduation in fundamental basics for party cadres from Tianjin Normal University in Tianjin, China in December 1986. He also obtained an executive master of business administration from Shanghai Jiao Tong University in Shanghai, China in April 2005. He is a senior economist accredited by the Agricultural Bank of China.

Save as disclosed above, as of the date of this announcement, each of the above Supervisor candidates confirmed that (i) he or she has not held any position of the Bank or its subsidiaries nor any other directorship or supervisorship in other listed companies for the past three years; (ii) he or she does not have any relationship with any other directors, supervisors, senior management, substantial or controlling shareholders of the Bank; and (iii) he or she does 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 herein, there are no other matters concerning the re-election or appointment of each of the above Supervisor candidates that are required to be disclosed pursuant to paragraphs 13.51(2)(h) to 13.51(2)(v) of Hong Kong Listing Rules, and there are no other matters that need to be brought to the attention of the shareholders of the Bank.

A circular, containing, among others, further details regarding the re-election/proposed appointment of Directors and Supervisors mentioned above, together with a notice of the AGM, will be dispatched to the shareholders of the Bank in due course.

Definitions

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“AGM”	the annual general meeting of the Bank or any adjournment thereof to be held at Geneva Hotel (No. 32 Youyi Road, Hexi District, Tianjin, PRC), at 9:30 a.m., on Friday, May 11, 2018
“Articles of Association”	the articles of association of the Bank (as amended, modified or otherwise supplemented from time to time)
“Bank”	Bank of Tianjin Co., Ltd. (天津銀行股份有限公司), a joint stock company incorporated on November 6, 1996 in Tianjin, China with limited liability in accordance with PRC laws, and, if the context requires, includes its predecessors, subsidiaries, branches and sub-branches and the H Shares of the Bank are listed on the Hong Kong Stock Exchange on March 30, 2016 (stock code: 1578)
“Board” or “Board of Directors”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“CBRC Tianjin Office”	the Tianjin Office of the China Banking Regulatory Commission (中國銀行業監督管理委員會天津監管局)
“Director(s)”	the director(s) of the Bank
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise revised from time to time
“Supervisor(s)”	the supervisor(s) of the Bank

By Order of the Board
Bank of Tianjin Co., Ltd.
LI Zongtang
Chairman

Tianjin, China
March 23, 2018

As at the date of this announcement, the board of directors of the Bank comprises Mr. LI Zongtang, Mr. SUN Liguang and Ms. ZHANG Furong, as executive directors; Mr. ZHAO Jiawang, Mr. YU Yang, Mr. Alistair Marshall Bulloch, Mr. ZHAO Wei, Mr. LUAN Fengxiang and Mr. ZENG Xiangxin as non-executive directors; Mr. LIU Baorui, Mr. FENG Heping, Mr. GUO Tianyong, Mr. LAW Yee Kwan, Quinn and Mr. JIN Qingjun 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.*