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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)

**VOLUNTARY ANNOUNCEMENT
ANNOUNCEMENT ON EXTERNAL INVESTMENT
IN THE ESTABLISHMENT OF A WEALTH MANAGEMENT SUBSIDIARY**

Bank of Tianjin Co., Ltd. (the “**Bank**”) convened the sixth meeting of the sixth session of Board of the Bank (the “**Board**”) on-site in Tianjin on 22 March 2019 (the “**Meeting**”), which has considered and approved the Proposal of the Establishment of Wealth Management Subsidiary by Bank of Tianjin Co., Ltd. (the “**Proposal**”). The Meeting was chaired by Mr. LI Zongtang, the Chairman. There were 15 directors eligible for attending the Meeting, of whom 14 directors attended in person and 1 director attended the Meeting by proxy. The convening of the Meeting and the number of directors who voted on the Meeting were in compliance with the provisions of the Company Law of the People’s Republic of China and the Articles of Association of Bank of Tianjin Co., Ltd. (the “**Articles of Association**”). The voting result of the Proposal: 15 votes in favour, 0 vote against and 0 vote abstained. Upon the approval by the Board, the Bank proposes to invest RMB1 billion to establish a wholly-owned subsidiary, namely Bank of Tianjin Wealth Management Co., Ltd. (“**BoT WM**”, subject to the final authorization and approval by the regulatory authorities and industrial and commercial registration authorities) (the “**Investment**”). The Board also, within the authorization granted by the Shareholders’ General Meeting of the Bank, authorizes the senior management to deal with all matters related to the establishment of the wealth management subsidiary (including but not limited to the matters involved in the preparation and commencement of operation of the wealth management subsidiary and the engagement of intermediary agency in respect of the establishment of such subsidiary, and the execution of relevant contracts and legal documents, application for registration of establishment of the wealth management subsidiary to the relevant regulatory authorities and other specific matters related to making appropriate adjustments to relevant plans based on the opinions of the regulatory authorities (if any)).

As the Investment will be made pursuant to the authorization to the Board granted by the shareholders’ meeting of the Bank, it will not require separate approval by the shareholders’ meeting of the Bank. The Investment does not constitute a notifiable transaction or a connected transaction of the Bank under Chapter 14 or Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Basic Information of the Investment Target

The proposed registered capital of BoT WM will be RMB1 billion, which will be 100% held by the Bank, and the proposed place of registration will be Tianjin. BoT WM plans to apply for the operation of the following businesses: (i) public offering of wealth management products to the general public, investment and management of properties entrusted by investors; (ii) private placement of wealth management products to qualified investors, investment and management of properties entrusted by investors; (iii) wealth management advisory and consulting services; and (iv) other businesses approved by the banking supervisory authorities of the State Council. The result of the above is subject to the final authorization and approval by the regulatory authorities and the industrial and commercial registration authorities.

Impacts of the Investment on the Bank

The Investment will be funded by the Bank's own capital.

The Investment is an important step for the Bank's response to the latest regulatory requirements and to facilitate a healthy development of the asset and wealth management business, which is in line with the development strategy of the Bank. The establishment of a wealth management subsidiary with independent legal entity status enables the asset management business to operate independently and achieve effective risk segregation, which will be also conducive to enhancing the risk control capability and core competitiveness of the Bank's asset management business, and comprehensively improving the management level of the asset management business.

Risk Analysis of External Investment

The Investment is subject to the approval of the relevant regulatory authorities.

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

Tianjin, China
March 22, 2019

As at the date of this announcement, the board of directors of the Bank comprises Mr. LI Zongtang, Mr. SUN Liguang, Ms. ZHANG Furong and Mr. LIANG Jianfa, as executive directors; Ms. SUN Jingyu, Mr. WU Tao, Mr. Alistair Marshall Bulloch, Mr. ZHAO Wei, Mr. XIAO Jingxi and Ms. LI Jun as non-executive directors; Mr. FENG Heping, Mr. LAW Yee Kwan, Quinn, Mr. JIN Qingjun, Mr. HUA Yaogang and Mr. HE Jia 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.*