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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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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)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the "EGM") of Bank of Tianjin Co., Ltd. (天津銀行股份有限公司) (the "**Bank**") will be held at Guoxin Building (No. 10 Youyi Road, Hexi District, Tianjin, PRC) at 9:30 am on Wednesday, 24 February 2021.

The following resolution will be considered and, if thought fit, approved by the Shareholders of the Bank at the EGM:

#### ORDINARY RESOLUTION

1. (a) to consider, approve, confirm and ratify the execution of the asset disposal agreement and approve the asset disposal and all transactions contemplated thereunder;
- (b) to authorise the Directors to execute all documents, exercise the powers of the Bank, do such acts and things and take all actions as they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the asset disposal agreement and the transactions contemplated thereunder; and
- (c) the above authorisation shall be valid within 12 months from the date of consideration and approval thereof at the EGM.

By Order of the Board  
**Bank of Tianjin Co., Ltd.**  
**SUN Ligu**  
Chairman

Tianjin, China  
7 January 2021

*As at the date of this notice, the board of directors of the Bank comprises Mr. SUN Ligu and Ms. ZHANG Furong 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. 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.*

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Notes:

## 1. Registration procedures for attending the EGM

Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective documents or proof of identity and stock account cards. Proxies of individual Shareholders shall produce their effective proof of identity and proxy form. A corporate Shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should produce his/her identity card or other valid documents evidencing his/her capacity as a legal representative. If appointed to attend the meeting, the proxy should produce his/her identity card and an authorisation instrument duly signed by the legal representative of the corporate Shareholder.

## 2. Reply Slip

Holders of H Shares who intend to attend the EGM in person or by proxy should return the reply slip in person, by post or by facsimile to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, on or before Thursday, 4 February 2021.

The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: +852 2862 8555, Fax: +852 2865 0990).

## 3. Proxy

Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more persons (whether such person is a Shareholder or not) as his/her proxy or proxies to attend and vote on his/her behalf.

The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorised in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorised in writing.

The proxy form (together with a notarially certified copy of the power of attorney or other authority (if any) if this proxy form is signed by a person on behalf of the appointor) must be delivered by the holders of H shares to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 9:30 am on Tuesday, 23 February 2021 (Hong Kong time). If no direction is given, the proxy will be entitled to vote or abstain as he/she thinks fit. The proxy will also be entitled to vote at his/her discretion on any resolution properly put forward at the EGM other than those referred to in the notice convening the EGM.

Where there are joint holders of any Shares, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto. However, if more than one of such joint holders is present at the EGM, either personally or by proxy, then one of the said persons so present whose name stands first in the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.

Completion and return of a proxy form will not preclude a Shareholder from attending in person and voting at the EGM or at any adjournment thereof, but in such event the instrument appointing a proxy shall be deemed to be revoked.

## 4. Closure of register of members

In order to determine the list of Shareholders who are entitled to attend and vote at the EGM to be held on Wednesday, 24 February 2021, the register of members of the Bank will be closed from Monday, 25 January 2021 to Wednesday, 24 February 2021 (both days inclusive). H Shareholders of the Bank who intend to attend and vote at the EGM must lodge all transfer documents accompanied by the relevant H Share certificates with the H Share Registrar of the Bank, namely Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Friday, 22 January 2021.

## 5. Publication of poll results

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the resolution set out in the notice of the EGM will be voted by poll. Results of the poll voting will be published on the Bank's website at [www.bankoftianjin.com](http://www.bankoftianjin.com) and the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the EGM.

## 6. Others

The EGM is estimated to last no longer than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses.