

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**POLL RESULTS OF
2021 FIRST EXTRAORDINARY GENERAL MEETING
HELD ON 24 FEBRUARY 2021
AND
APPOINTMENTS OF DIRECTORS AND SUPERVISORS**

The board of directors (the “**Board**”) of Harbin Bank Co., Ltd. (the “**Bank**”) announces that at the 2021 first extraordinary general meeting of the Bank (the “**EGM**”) held on 24 February 2021, all the proposed resolutions as set out in the notice of the EGM were duly passed by the shareholders of the Bank 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 Bank dated 5 February 2021 (the “**Circular**”).

I. CONVENING AND ATTENDANCE OF THE EGM

The EGM was convened by the Board and chaired by Ms. Sun Feixia, the Vice Chairman, Board Secretary and Company Secretary of the Bank.

As at the date of the EGM, the number of issued Shares of the Bank was 10,995,599,553 Shares (of which 7,972,029,553 are Domestic Shares and 3,023,570,000 are H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the EGM. There are no Shareholders who are entitled to attend the EGM but required to abstain from voting at the EGM in favour of the resolutions in accordance with Rule 13.40 of the Hong Kong Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any resolution proposed at the EGM. A total of 23 Shareholders of the Bank and valid proxies holding an aggregate of 8,042,075,925 Shares with voting rights, representing approximately 73.139040% of the total number of issued Shares of the Bank, entitling the holders thereof to vote at the EGM, were present at the EGM.

II. POLL RESULTS OF THE EGM

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

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the appointment of Directors of the Eighth Session of the Board:				
(1)	To consider and approve the appointment of Mr. Deng Xinquan as an executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(2)	To consider and approve the re-election of Mr. Lyu Tianjun as an executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(3)	To consider and approve the re-election of Ms. Sun Feixia as an executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(4)	To consider and approve the re-election of Mr. Zhao Hongbo as a non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(5)	To consider and approve the re-election of Mr. Zhang Xianjun as a non-executive Director of the Eighth Session of the Board of the Bank.	7,286,061,925 Shares (90.599268%)	103,000 Shares (0.001281%)	755,911,000 Shares (9.399451%)	Passed
(6)	To consider and approve the re-election of Mr. Yu Hong as a non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(7)	To consider and approve the re-election of Mr. Lang Shufeng as a non-executive Director of the Eighth Session of the Board of the Bank.	7,285,865,298 Shares (90.596823%)	299,627 Shares (0.003726%)	755,911,000 Shares (9.399451%)	Passed
(8)	To consider and approve the re-election of Mr. Sun Yan as an independent non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(9)	To consider and approve the re-election of Mr. Zhang Zheng as an independent non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(10)	To consider and approve the re-election of Mr. Hou Bojian as an independent non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(11)	To consider and approve the appointment of Mr. Jin Qinglu as an independent non-executive Director of the Eighth Session of the Board of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
2.	To consider and approve the appointment of external Supervisors and Shareholder Supervisor of the Eighth Session of the Board of Supervisors:				
(1)	To consider and approve the re-election of Mr. Li Dong as an external Supervisor of the Eighth Session of the Board of Supervisors of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(2)	To consider and approve the re-election of Ms. Li Zhaohua as an external Supervisor of the Eighth Session of the Board of Supervisors of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(3)	To consider and approve the re-election of Mr. Sun Yi as an external Supervisor of the Eighth Session of the Board of Supervisors of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	Passed
(4)	To consider and approve the re-election of Ms. Yang Xuemei as a Shareholder Supervisor of the Eighth Session of the Board of Supervisors of the Bank.	7,286,164,925 Shares (90.600549%)	0 Shares (0.000000%)	755,911,000 Shares (9.399451%)	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-mentioned, the resolutions above-mentioned were duly passed as ordinary resolutions of the EGM.

The Bank'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 Bank's PRC legal advisor, a Supervisor of the Bank and two representatives from the Bank's Shareholders were also the scrutineers for the vote-taking and vote-tabulation at the EGM.

III. APPOINTMENTS OF DIRECTORS AND SUPERVISORS

References are made to the announcement and the Circular of the Bank dated 5 February 2021, in relation to the proposed election of Directors and Supervisors.

The Board is pleased to announce that at the EGM, Mr. Deng Xinquan was appointed as a new executive Director of the Eighth Session of the Board of the Bank; Mr. Lyu Tianjun and Ms. Sun Feixia were re-elected as executive Directors of the Eighth Session of the Board of the Bank; Mr. Zhao Hongbo, Mr. Zhang Xianjun, Mr. Yu Hong and Mr. Lang Shufeng were re-elected as non-executive Directors of the Eighth Session of the Board of the Bank; Mr. Sun Yan, Mr. Zhang Zheng and Mr. Hou Bojian were re-elected as independent non-executive Directors of the Eighth Session of the Board of the Bank; Mr. Jin Qinglu was appointed as a new independent non-executive Director of the Eighth Session of the Board of the Bank; Mr. Li Dong, Ms. Li Zhaohua and Mr. Sun Yi were re-elected as external Supervisors of the Eighth Session of the Board of Supervisors of the Bank; Ms. Yang Xuemei was re-elected as a Shareholder Supervisor of the Eighth Session of the Board of Supervisors of the Bank. The appointments of Mr. Deng Xinquan and Mr. Jin Qinglu as Directors are still subject to the approval by the banking and insurance regulatory authority under the State Council on their qualifications.

The Board also announces that Mr. Wang Haibin was appointed as a new employee Supervisor of the Eighth Session of the Board of Supervisors and Mr. Luo Zhonglin and Mr. Fang Shang were re-elected as employee Supervisors of the Eighth Session of the Board of Supervisors at the employee representatives' general meeting of the Bank held on 24 February 2021, with immediate effect.

Mr. Guo Zhiwen, an executive Director of the Seventh Session of the Board, and Mr. Ma Yongqiang, an independent non-executive Director of the Seventh Session of the Board, will retire after the conclusion of the EGM. 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 Bank. The Board would like to express its sincere gratitude to Mr. Guo Zhiwen and Mr. Ma Yongqiang for their contributions to the Bank during their tenure of service.

Biographical details of the employee Supervisors of the Eighth Session of the Board of Supervisors are set out as follows:

Mr. Wang Haibin (王海濱) (“Mr. Wang”), aged 51, has been an employee Supervisor of the Bank since February 2021. From July 1997 to February 2021, Mr. Wang held a number of positions in the Bank, including the president of the Bank’s Dazhi Sub-branch, general manager of the Operational Management Office, general manager of the Corporate Finance Department, general manager of the Human Resources Department, the president of the Bank’s Harbin Branch, assistant to the president of the Bank, vice president and executive vice president. Prior to joining the Bank, from February 1997 to July 1997, Mr. Wang worked as a general officer of the Preparatory Office set for the establishment of the Bank. From August 1991 to February 1997, he worked as a vice director officer at the Harbin Branch of the People’s Bank of China (the “PBOC”). Mr. Wang received a Master’s degree in Engineering from Northeast Forestry University in January 2007. He is an economist as accredited by the PBOC.

Mr. Luo Zhonglin (羅忠林) (“Mr. Luo”), aged 55, has been an employee Supervisor of the Bank since May 2018. Mr. Luo has been the chairman of the Labour Union of the Bank since December 2016. Mr. Luo joined the Bank in August 2004. From August 2004 to December 2016, he was previously a deputy manager and manager of the office, deputy secretary to the Discipline Committee and vice chairman of the Labour Union of the Bank. From April 1997 to August 2004, he was a deputy head of the secretariat of Harbin Municipal Government Offices Administration, deputy head and head of the secretariat of Harbin Municipal People’s Government. From March 1993 to April 1997, he was the director of the office of Xinghe Hotel (星河賓館) of Heilongjiang Agricultural Supply Company (黑龍江省農資公司). From March 1989 to March 1993, he worked in the personnel division, statistics division, import and export division of Heilongjiang Local Product Company (黑龍江省土產公司). From August 1988 to March 1989, he worked in the division of cadres of Heilongjiang Provincial Supply and Marketing Cooperative. From July 1986 to August 1988, he worked in the cadres training department of Heilongjiang Supply and Marketing School (黑龍江省供銷學校). Mr. Luo graduated from the Correspondence School of Party School of the Central Committee of the Communist Party of China with a major of politics and law in December 2000. He is an economist as accredited by the Personnel Department of Heilongjiang Province.

Mr. Fang Shang (房尚) (former name: Fang Minghui (房明輝)) (“Mr. Fang”), aged 49, has been an employee Supervisor of the Bank since May 2018. Mr. Fang has been the general manager of the Compliance Management Department (Customers’ Rights and Interests Protection Department) of Harbin Bank since November 2013. Mr. Fang joined the Bank in February 1997. From February 1997 to November 2013, he held various positions including a clerk in the Financial and Accounting Department, a clerk, assistant to the general manager and deputy general manager of the Human Resources Department, deputy general manager of the Asset Recovery Center, deputy general manager of the Asset Management Department, the vice president (in charge of work) and president of Longjiang Branch (governing branch), general manager of the Risk Asset Management Department and general manager of the Financial Planning Department. From July 1993 to February 1997, he worked in Harbin Urban Credit United Cooperative (哈爾濱市城市信用聯社). Mr. Fang has been an arbitrator of the fifth committee of the Harbin Arbitration Commission since September 2018. Mr. Fang received a Master’s degree in Business Administration of Senior Management from Harbin Institute of Technology in April 2011. He is a senior economist as accredited by the Personnel Department of Heilongjiang Province.

Save as disclosed above, none of the employee Supervisors of the Eighth Session of the Board of Supervisors holds any other positions in the Bank or any of its subsidiaries, or held any directorships in any other listed public companies in the last three years. None of the employee Supervisors of the Eighth Session of the Board of Supervisors has any relationship with any Directors, senior management or substantial or controlling Shareholders of the Bank, nor does he/she have or is deemed to have any interests or short positions in the shares, underlying shares or debentures of the Bank or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong).

Save as disclosed above, the Board is not aware of any other matters in relation to the appointments of the employee Supervisors of the Eighth Session of the Board of Supervisors 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 Bank will enter into a supervisor service contract with each of the employee Supervisors of the Eighth Session of the Board of Supervisors, with the same term of office as the Eighth Session of the Board of Supervisors of the Bank. The remuneration of each employee Supervisor of the Eighth Session of the Board of Supervisors will be determined according to the *Remuneration Management Regulation* of the Bank, which may include fee, salary, subsidy and discretionary bonus. The specific remuneration will be based on the *Supervisory Guidelines on Sound Compensation in Commercial Banks* issued by the former China Banking Regulatory Commission and relevant requirements under the Articles of Association, taking into account annual assessment on duty performance and appraisal results of the employee Supervisors of the Bank. The specific amount of their remuneration will be disclosed in the interim and annual reports.

By order of the Board
Harbin Bank Co., Ltd.
Sun Feixia

Vice Chairman and Company Secretary

Harbin, the PRC, 24 February 2021

As at the date of this announcement, the Board of the Bank comprises Lyu Tianjun and Sun Feixia as executive directors; Zhao Hongbo, Zhang Xianjun, Yu Hong and Lang Shufeng as non-executive directors; Sun Yan, Zhang Zheng and Hou Bojian 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/deposit-taking business in Hong Kong.*