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*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6138)**

## **NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2024 second extraordinary general meeting (“**EGM**”) of Harbin Bank Co., Ltd. (the “**Company**”) will be held at Meeting Room 4001, Harbin Bank Headquarters Building, No. 888 Shangjiang Street, Daoli District, Harbin, Heilongjiang Province, China, at 9:00 a.m. on Monday, 26 August 2024 for the purposes of considering and, if thought fit, passing the following resolutions. Capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 6 August 2024 (the “**Circular**”) unless otherwise stated:

### **SPECIAL RESOLUTIONS**

1. To consider and approve the absorption and merger of Ning'an Rongxing Village and Township Bank Co., Ltd. and its conversion to a sub-branch, and to authorize the Board of the Company and the Board may delegate the authorization to the chairman, the president, the secretary to the Board, the management and other personnel, at their absolute discretion to individually or jointly handle all matters relating to such absorption and merger and its conversion to a sub-branch.
2. To consider and approve the absorption and merger of Baiquan Rongxing Village and Township Bank Co., Ltd. and its conversion to a sub-branch, and to authorize the Board of the Company and the Board may delegate the authorization to the chairman, the president, the secretary to the Board, the management and other personnel, at their absolute discretion to individually or jointly handle all matters relating to such absorption and merger and its conversion to a sub-branch.
3. To consider and approve the absorption and merger of Huanan Rongxing Village and Township Bank Co., Ltd. and its conversion to a sub-branch, and to authorize the Board of the Company and the Board may delegate the authorization to the chairman, the president, the secretary to the Board, the management and other personnel, at their absolute discretion to individually or jointly handle all matters relating to such absorption and merger and its conversion to a sub-branch.

4. To consider and approve the absorption and merger of Chongqing Youyang Rongxing Village and Township Bank Co., Ltd. and its conversion to a sub-branch, and to authorize the Board of the Company and the Board may delegate the authorization to the chairman, the president, the secretary to the Board, the management and other personnel, at their absolute discretion to individually or jointly handle all matters relating to such absorption and merger and its conversion to a sub-branch.

#### **ORDINARY RESOLUTION**

5. To consider and approve granting the Board of the Company the Authorization for the Reform and Reorganization of the Village Banks.

By order of the Board of Directors  
**Harbin Bank Co., Ltd.**  
**Deng Xinquan**  
*Chairman*

Harbin, China, 6 August 2024

\* *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.*

Notes:

1. Details of the above resolutions are set out in the Circular.

**2. Closure of register of members**

In order to determine the Shareholders who are entitled to attend and vote at the EGM, the H share register of members of the Company will be closed from Wednesday, 21 August 2024 to Monday, 26 August 2024 (both days inclusive). Shareholders whose name appear on the H share register of members and domestic share register of members of the Company on Wednesday, 21 August 2024 will be entitled to attend and vote at the EGM. The H Shareholders who intend to attend and vote at the EGM must lodge all the transfer documents accompanied by the relevant H share certificates with the Company's H share registrar, Computershare Hong Kong Investor Services Limited (address: Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) not later than 4:30 p.m. on Tuesday, 20 August 2024.

**3. Registration procedures for attending the EGM**

Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document 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 a proxy is 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.

**4. 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. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarised. The notarised power of attorney or other document of authority shall be deposited together with the instrument appointing the proxy at Computershare Hong Kong Investor Services Limited (for H Shareholders) or the Company's Board of Directors Office (for Domestic Shareholders).

To be valid, the proxy form together with the power of attorney or other authorisation document (if any) signed by the authorised person or certified by a notary must be delivered to Computershare Hong Kong Investor Services Limited (for H Shareholders) or the Company's Board of Directors Office (for Domestic Shareholders) not less than 24 hours before the time stipulated for convening the EGM or any adjourned meeting thereof.

Completion and return of a proxy form will not preclude a Shareholder from attending in person and voting at the EGM or any adjourned meeting thereof if he/she so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

**5. Publication of poll results**

Pursuant to the Hong Kong Listing Rules, any vote of shareholders at a shareholders' general meeting must be taken by poll. As such, each of the resolutions set out in this notice will be voted by poll. Results of the poll voting will be published on the Company's website at [www.hrbb.com.cn](http://www.hrbb.com.cn) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the EGM.

**6. Other business**

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.

*As at the date of this notice, the Board of the Company comprises Deng Xinquan and Yao Chunhe as executive Directors; Zhang Xianjun, Zhao Hongbo and Lang Shufeng as non-executive Directors; and Hou Bojian, Jin Qinglu, Sun Yan and Zhang Zheng as independent non-executive Directors.*