

BANK OF TIANJIN CO., LTD.
Conditions and Procedures of the Nomination of Director Candidates

I. Conditions of the Nomination of Director Candidates

Directors shall be elected or replaced by general meetings. When a shareholders' general meeting is held by the Company, the Board of Directors, Board of Supervisors or shareholders who individually or together holding more than 3% of the shares of the Company may propose resolutions to the Company in relation to the election of Directors.

Candidates nominated as Directors must comply with relevant requirements of director qualification set out in the Company Law of the People's Republic of China, the Articles of Association of Bank of Tianjin Co., Ltd. and other applicable laws and regulations.

II. Procedures of the Nomination of Director Candidates

Each director candidate should be separately proposed. Written notice concerning proposed nomination of a director candidate and indication of the candidate's intention to accept the nomination shall be sent to the Company ten days before the shareholders' general meeting is convened. Such notice period shall start counting upon dispatch of notice of meeting by the Company and shall end no later than ten days (or before) prior to the date on which such meeting is held.

If the shareholders' general meeting intends to discuss the election of directors, the notice of the general meeting shall disclose complete information of the director candidates. The notice should at least include the following:

- (1) Personal information including but not limited to education background, work experience and any part-time job;
- (2) Whether there is any connected relationship between him/her and the Company or the controlling shareholders and de facto controller of the Company;
- (3) Disclosure of the number of their shareholdings in the Company;
- (4) Whether or not they have been penalized by CSRC and other related securities regulatory departments and the stock exchange.

A shareholders' director shall be elected upon the passing of the proposed resolution on a general meeting. An announcement shall be made according to relevant Listing Rules.

The Nomination and Remuneration committee of the Company is entitled to propose its nomination of director candidates to the Board according to the Articles of Association, the Terms of Reference of the Nomination and Remuneration Committee of the Board of Directors of the Bank of Tianjin Co., Ltd. and other applicable laws and regulations.