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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)

POLL RESULTS OF THE 2024 ANNUAL GENERAL MEETING HELD ON THURSDAY, 17 APRIL 2025

The board of directors (the “**Board**”) of Bank of Tianjin Co., Ltd.* (the “**Bank**”) hereby announces that the 2024 annual general meeting of the Bank (the “**AGM**”) was held at East Building Office of Bank of Tianjin (No. 15 Youyi Road, Hexi District, Tianjin, the PRC) at 9:30 a.m. on Thursday, 17 April 2025. Voting by way of poll was demanded as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) on the resolutions proposed at the AGM. The AGM was chaired by Mr. WU Hongtao, the President. Mr. WU Hongtao, Mr. ZHENG Ke, Mr. Alistair Marshall BULLOCH, Mr. ZENG Jianhua and Mr. GU Zhaoyang, directors of the Bank, attended the AGM.

At the AGM, the proposed resolutions set out in the notice of the AGM dated 26 March 2025 of the Bank were voted by poll and all of them were duly passed. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the circular dated 26 March 2025 of the Bank.

As at the date of the AGM, the total number of issued Shares of the Bank was 6,070,551,822, including 4,305,952,759 Domestic Shares and 1,764,599,063 H Shares, which entitled the Shareholders to attend and vote on the resolutions proposed at the AGM. To the Bank’s knowledge, as the number of Shares pledged by certain Shareholders of the Bank reaches or exceeds 50% of the number of Shares held by them in the Bank, such Shareholders’ voting rights at the AGM shall be restricted according to the Articles of Association, and the restricted Shares amounted to 411,962,543 Shares in aggregate. Save as disclosed above, no other Shareholders are restricted to vote in respect to any resolutions proposed at the AGM. As a result, as at the date of the AGM, the total number of the Shares entitling the Shareholders of the Bank to vote in respect to the resolutions proposed at the AGM was 5,658,589,279 Shares, including 3,946,439,216 Domestic Shares and 1,712,150,063 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 3,635,364,715 Shares of the Bank carrying voting rights, being approximately 64.25% of the total number of Shares carrying voting rights of the Bank as at the date of the AGM.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholder who had any material interests in the matters considered at the AGM and was required to abstain from voting at the AGM. No Shareholders of the Bank were required under the Listing Rules to abstain from voting at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of any resolution proposed at the AGM pursuant to Rule 13.40 of the Listing Rules.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of valid votes (%)		
		For	Against	Abstain
1.	To consider and approve the Report for Final Financial Accounts for 2024	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
2.	To consider and approve the Profit Distribution Plan for 2024	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
3.	To consider and approve the Work Report of the Board of Directors for 2024	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
4.	To consider and approve the Work Report of the Board of Supervisors for 2024	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
5.	To consider and approve the Financial Budget for 2025	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
6.	To consider and approve the appointment of external auditors to review and audit the financial statements for 2025	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
7.	To consider and approve the Investment Plan for 2025	2,909,720,152 (80.0393%)	0 (0.0000%)	725,644,563 (19.9607%)
8.	To consider and approve the re-election and appointment of Directors of the eighth session of the Board of the Bank:			
	(1) To re-elect Mr. YU Jianzhong as an executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
	(2) To re-elect Mr. WU Hongtao as an executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
	(3) To re-elect Mr. ZHENG Ke as an executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
	(4) To re-elect Ms. DONG Xiaodong as an executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)

ORDINARY RESOLUTIONS		Number of valid votes (%)		
		For	Against	Abstain
(5)	To re-elect Ms. DONG Guangpei as a non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(6)	To re-elect Mr. PENG Chong as a non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(7)	To re-elect Mr. Alistair Marshall BULLOCH as a non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(8)	To appoint Mr. XING Jianhua as a non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(9)	To re-elect Mr. WANG Shunlong as a non-executive Director;	3,635,068,715 (99.9919%)	296,000 (0.0081%)	0 (0.0000%)
(10)	To appoint Mr. WANG Shanjun as a non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(11)	To re-elect Mr. ZENG Jianhua as an independent non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(12)	To re-elect Mr. LU Jianzhong as an independent non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(13)	To re-elect Mr. GU Zhaoyang as an independent non-executive Director;	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(14)	To re-elect Mr. FENG Jinghua as an independent non-executive Director; and	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
(15)	To re-elect Mr. PENG Bing as an independent non-executive Director.	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
As more than 50% of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as ordinary resolutions.				
SPECIAL RESOLUTION		Number of valid votes (%)		
		For	Against	Abstain
9.	To consider and approve the scheme on authorisation by the shareholders' general meeting to the Board	3,635,364,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolution, the resolution was duly passed as a special resolution.				

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Bank's H Share Registrar, GRANDALL LAW FIRM (TIANJIN), the Shareholder representative of the Bank and the Supervisors of the Bank acted as scrutineers for the vote-taking at the AGM. The AGM was witnessed by GRANDALL LAW FIRM (TIANJIN), who presented a legal opinion concluding that the convening and the procedures for holding of the AGM, the eligibility of the Shareholders who attended the AGM and the persons who convened the AGM, and the voting procedures of the AGM were in compliance with the relevant laws, regulations and the Articles of Association. The poll results are lawful and valid.

RE-ELECTION AND APPOINTMENT OF DIRECTORS FOR THE EIGHTH SESSION OF THE BOARD

References are made to the announcement of the Bank dated 20 March 2025 in relation to the proposed re-election and appointment of Director candidates for the eighth session of the Board and the circular of the Bank dated 26 March 2025.

Relevant resolutions were considered and approved at the AGM of the Bank to re-elect and appoint Mr. YU Jianzhong, Mr. WU Hongtao, Mr. ZHENG Ke and Ms. DONG Xiaodong as executive Directors of the eighth session of the Board of the Bank; re-elect Ms. DONG Guangpei, Mr. PENG Chong, Mr. Alistair Marshall BULLOCH, Mr. WANG Shunlong as non-executive Directors of the eighth session of the Board of the Bank and appoint Mr. XING Jianhua and Mr. WANG Shanjun as non-executive Directors of the eighth session of the Board of the Bank; and re-elect Mr. ZENG Jianhua, Mr. LU Jianzhong, Mr. GU Zhaoyang, Mr. FENG Jinghua and Mr. PENG Bing as independent non-executive Directors of the eighth session of the Board of the Bank.

The term of office of the new session of the Board will be three years. The term of office of the re-elected Directors will commence upon the approval at the AGM until the expiration of the term of office of the eighth session of the Board. The terms of office of the appointments of the proposed new Directors, namely Mr. XING Jianhua and Mr. WANG Shanjun, will commence upon the approval by the Tianjin Financial Regulatory Bureau on their qualifications as Directors respectively, until the expiration of the term of office of the eighth session of the Board.

PAYMENT OF THE FINAL DIVIDEND

The Board is pleased to announce that the payment of a cash dividend for the year ended 31 December 2024 in an aggregate amount of approximately RMB830.45 million, namely a dividend of RMB0.1368 per Share (tax inclusive) (the “**Final Dividend**”) was approved at the AGM. The Final Dividend is expected to be paid on 12 June 2025 to Shareholders whose name appears in the register of members of the Bank on 30 April 2025. The final dividend of the Bank for the year ended 31 December 2024 will be denominated and declared in RMB. Distribution of the dividends to holders of the Domestic Shares will be paid in RMB, while dividends to H Shareholders will be paid in Hong Kong dollars. For such conversion, RMB will be converted into Hong Kong dollars based on the average middle exchange rate as announced by the People’s Bank of China prevailing five business days before 17 April 2025 (inclusive), the date of the Bank’s AGM. As such, the dividend per H Share of the Bank is HK\$0.1471902 (tax inclusive).

Pursuant to the applicable provisions and the implementing regulations of the Enterprise Income Tax of the PRC (《中華人民共和國企業所得稅法》), the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Shareholders Which Are Overseas Non-resident Enterprises (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) and other relevant regulations, the Bank shall withhold and pay the enterprise income tax at the rate of 10% for non-resident enterprise H Shareholders (including the H Shares registered in the name of HKSCC Nominees Limited) when distributing dividends. For non-resident enterprise H Shareholders who is a resident enterprise of a country/region that has signed a tax treaty with the PRC stipulating a dividend rate lower than 10%, the Bank will follow relevant tax treaties to handle the application of the relevant tax benefits on their behalf while distributing the final dividend.

Pursuant to the applicable provisions of the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法》), the Implementation Regulations of the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法實施條例》), Announcement of the State Taxation Administration on Issuing the Measures for the Administration of Non-resident Taxpayers' Enjoyment of Treaty Benefits (State Taxation Administration Announcement 2019 No. 35) and the Notice of the State Taxation Administration on Matters Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (the “**Notice of Tax**”) and relevant laws, regulations and normative documents, the Bank shall withhold and pay individual income tax from and for the H Shareholders according to the following arrangement:

For an individual H Shareholder who is a resident of Hong Kong, Macau or other country/region that has signed a tax treaty with the PRC stipulating a rate of 10%, the Bank shall withhold and pay individual income tax at the rate of 10% on behalf of such H Shareholders when distributing the final dividend;

For an individual H Shareholder who is a resident of a country/region which has signed a tax treaty with the PRC stipulating a rate of lower than 10%, the Bank shall temporarily withhold and pay individual income tax at the rate of 10% while distributing the final dividend. In case the relevant individual H Shareholders are to apply for refund of the tax over-withheld, the Bank will follow the Notice of Tax to handle the application of the relevant tax benefits under the tax treaty on their behalf;

For an individual H Shareholder who is a resident of a country/region that has signed a tax treaty with the PRC stipulating a rate higher than 10% but lower than 20%, the Bank shall withhold and pay the individual income tax at the applicable rate stipulated in the relevant tax treaty while distributing the final dividend; and

For an individual H Shareholder who is a resident of a country/region which has signed a tax treaty with the PRC stipulating a rate of 20% or who is a resident of a country/region which has no tax treaty with China or otherwise, the Bank shall withhold and pay the individual income tax at the rate of 20% while distributing the final dividend.

The qualifying H Shareholders are required to timely submit the written authorisation and all application materials 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; the Bank will forward the received documents to the competent tax authorities for review, and if approved, the Bank will assist in handling the refund of the over-withheld tax.

If in any doubt as to the above arrangement, Shareholders are recommended to consult their tax advisers regarding the tax implications in the PRC, Hong Kong and other regions arising from the holding and disposal of H Shares of the Bank.

By Order of the Board
Bank of Tianjin Co., Ltd.*
YU Jianzhong
Chairman

Tianjin, China
17 April 2025

As at the date of this announcement, the Board of the Bank comprises Mr. YU Jianzhong, Mr. WU Hongtao, Mr. ZHENG Ke and Ms. DONG Xiaodong as executive directors; Ms. DONG Guangpei, Mr. PENG Chong, Mr. Alistair Marshall BULLOCH and Mr. WANG Shunlong as non-executive directors; Mr. ZENG Jianhua, Mr. LU Jianzhong, Mr. GU Zhaoyang, Mr. FENG Jinghua and Mr. PENG Bing 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.*