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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)

NOTICE OF 2019 FIRST H SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN that the 2019 first class meeting of holders of H shares (**"H Shareholders' Class Meeting"**) of Harbin Bank Co., Ltd. (the **"Bank"**) will be held at Conference Hall 3, Harbin Shangri-La Hotel, 555 Youyi Road, Daoli District, Harbin, China, at 10:00 a.m. on Friday, 17 May 2019 or immediately after the conclusion of the 2019 first class meeting of holders of domestic shares (whichever is later) 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 Bank dated 1 April 2019 (the **"Circular"**) unless otherwise stated.

SPECIAL RESOLUTIONS

1. To consider and approve the "Proposal on the Extension of the Validity Period of the Resolution of Shareholders' General Meeting in respect of the Non-Public Issuance of Offshore Preference Shares".
2. To consider and approve the "Proposal on the Extension of the Validity Period of the Authorisation to the Board and the Persons Authorised by the Board to Deal with All Matters Relating to the Issuance of Offshore Preference Shares".

By order of the Board of Directors
Harbin Bank Co., Ltd.
Guo Zhiwen
Chairman

Harbin, China

1 April 2019

As at the date of this announcement, the Board of Directors of the Bank comprises Guo Zhiwen, Lyu Tianjun and Sun Feixia as executive directors; Zhang Taoxuan, Ma Pao-Lin, Chen Danyang and Peng Xiaodong, as non-executive directors; Wan Kam To, Kong Siu Chee, Ma Yongqiang, Sun Yan and Zhang Zheng 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.

Notes:

1. Additional information on the Offshore Issuance Plan referred to in Resolution No. 1 is set out in Annex H to the Circular. Other details of the resolutions are set out in Appendix I of the Circular.

2. **Closure of register of members**

In order to determine the shareholders who are entitled to attend and vote at the H Shareholders' Class Meeting, the H share register of members of the Bank will be closed from Wednesday, 17 April 2019 to Friday, 17 May 2019 (both days inclusive). Shareholders whose names appear on the H share register of members of the Bank on Wednesday, 17 April 2019 will be entitled to attend and vote at the H Shareholders' Class Meeting. The H Shareholders who intend to attend and vote at the H Shareholders' Class Meeting must lodge all the transfer documents accompanied by the relevant H share certificates with the Bank's H share registrar, Computershare Hong Kong Investor Services Limited (Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) to process the registration not later than 4:30 p.m. on Tuesday, 16 April 2019.

3. **Registration procedures for attending the H Shareholders' Class Meeting**

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 appointed a proxy 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. **Notice of attendance**

H Shareholders who intend to attend the H Shareholders' Class Meeting in person or by proxy should return the reply slips in person, by post or by facsimile to Computershare Hong Kong Investor Services Limited on or before Friday, 26 April 2019.

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).

5. **Proxy**

Any H Shareholder entitled to attend and vote at the H Shareholders' Class Meeting 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.

To be valid, the proxy form together with the notarised power of attorney or other authorisation document (if any) must be delivered to Computershare Hong Kong Investor Services Limited not less than 24 hours before the designated time for the holding of the H Shareholders' Class Meeting or any adjourned meeting thereof.

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

6. **Publication of poll results**

Pursuant to the Hong Kong Listing Rules, any vote of Shareholders at a 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 Bank's website at www.hrbb.com.cn and the HKExnews website of Hong Kong Exchanges and Clearing Limited at <http://www.hkexnews.hk> after the H Shareholders' Class Meeting.

7. **Other business**

The H Shareholders' Class Meeting 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.