

*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated March 15, 2016 (the “**Prospectus**”) issued by Bank of Tianjin Co., Ltd. (the “**Bank**”).*

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the H Shares thereby offered.

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The H Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States.*

The securities may not be offered, sold, pledged or transferred within the United States, except that the H Shares may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S. The Bank has not intended and does not intend to make any public offer of securities in the United States.

*In connection with the Global Offering, CCB International Capital Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Future Ordinance (Cap 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the H Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.



BANK OF TIANJIN CO., LTD.*
天津銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)

GLOBAL OFFERING

Number of Offer Shares in the Global Offering	:	995,500,000 H Shares (comprising 905,000,000 H Shares to be offered by the Bank and 90,500,000 Sale Shares to be offered by the Selling Shareholders, subject to the Over-allotment Option)
Number of Offer Shares in the International Offering	:	920,837,000 H Shares (subject to reallocation and the Over-allotment Option)
Number of Hong Kong Offer Shares	:	74,663,000 H Shares (subject to reallocation)
Maximum Offer Price	:	HK\$9.58 per H Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong Dollars and subject to refund)
Nominal value	:	RMB1.00 per H Share
Stock code	:	1578

Joint Sponsors



Joint Global Coordinators



Joint Bookrunners and Joint Lead Managers



Application has been made by the Bank to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, (i) the H Shares to be issued or sold as described in the Prospectus pursuant to the Global Offering (including any additional H Shares which may be issued pursuant to the exercise of the Over-allotment Option); (ii) the H Shares which will be converted from Domestic Shares for the benefit of the NSSF pursuant to the relevant PRC regulations relating to reduction of stateowned shares (including any additional Domestic Shares converted to H Shares to be further transferred to the NSSF upon the exercise of the Over-allotment Option) and (iii) H Shares converted from Foreign Shares held by ANZ. Dealings in the H Shares on the Main Board are expected to commence at 9:00 a.m. on Wednesday, March 30, 2016. In the event the Over-allotment Option is exercised, an announcement will be made by the Bank on the Bank's website at www.bankoftianjin.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of 74,663,000 H Shares (subject to reallocation), and the International Offering of an aggregate of 920,837,000 H Shares (subject to reallocation and the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed "Structure of the Global Offering" in the Prospectus.

The Bank and the Selling Shareholders are expected to grant to the International Underwriters, exercisable by the Joint Representatives (on behalf of the Joint Bookrunners and the International Underwriters), the Over-allotment Option, which will be exercisable from the Listing Date until 30 days after the last day for the lodging of applications under the Hong Kong Public Offering, to require the Bank to allot and issue up to an aggregate of 149,325,000 additional H Shares, representing 15% of the initial Offer Shares, at the Offer Price under the International Offering, to, among other things, cover over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Hong Kong Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$9.58 per Offer Share and is currently expected to be not less than HK\$7.37 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$9.58 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$9.58 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Application Forms and the designated website (www.eipo.com.hk) in relation to the White Form eIPO.

Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **White Form eIPO Service Provider** at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, March 15, 2016, until 12:00 noon on Friday, March 18, 2016 from:

1. the following offices of the Hong Kong Underwriters:

CCB International Capital Limited	12/F, CCB Tower, 3 Connaught Road Central, Central, Hong Kong
BOCI Asia Limited	26/F, Bank of China Tower, 1 Garden Road, Central, Hong Kong
ABCI Securities Company Limited	10/F, Agricultural Bank of China Tower, 50 Connaught Road Central, Hong Kong
Guotai Junan Securities (Hong Kong) Limited	27/F, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

Haitong International Securities Company Limited	22/F, Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong
AMTD Asset Management Limited	Room 2501-2503, World Trade Centre, 280 Gloucester Road, Causeway Bay, Hong Kong
Crosby Securities Limited	5/F, AXA Centre, 151 Gloucester Road, Wanchai, Hong Kong
CMB International Capital Limited	Units 1803-4, 18/F, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong

2. any of the following branches of the receiving bank of the Hong Kong Public Offering:

Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Central District Branch	2A Des Voeux Road Central
	Causeway Bay Branch	505 Hennessy Road, Causeway Bay, Hong Kong
	Taikoo Shing Branch	Shop G1006, Hoi Sing Mansion, Taikoo Shing
Kowloon	Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok
	Whampoa Garden Branch	Shop G8B, Site 1, Whampoa Garden, Hung Hom
	Kwai Chung Plaza Branch	A18-20, G/F Kwai Chung Plaza, 7-11 Kwai Foo Road, Kwai Chung
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road

New Territories	Shatin Branch	Shop 20, Level 1, Lucky Plaza, 1-15 Wang Pok Street, Sha Tin
	Tai Po Branch	68-70 Po Heung Street, Tai Po Market
	Kau Yuk Road Branch	18-24 Kau Yuk Road, Yuen Long]

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Tuesday, March 15, 2016 until 12:00 noon on Friday, March 18, 2016 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Bank of China (Hong Kong) Nominees Limited — Bank of Tianjin Public Offer" attached should be deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **White Form eIPO** may submit applications through the **White Form eIPO** service at www.eipo.com.hk from 9:00 a.m. on Tuesday, March 15, 2016 until 11:30 a.m. on Friday, March 18, 2016 (24 hours daily, except on the last application date) or such later time as described in the section "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

- Tuesday, March 15, 2016 — 9:00 a.m. to 8:30 p.m.⁽¹⁾
- Wednesday, March 16, 2016 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Thursday, March 17, 2016 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Friday, March 18, 2016 — 8:00 a.m.⁽¹⁾ to 12:00 noon

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Tuesday, March 15, 2016 until 12:00 noon on Friday, March 18, 2016 (24 hours daily, except on the last application day).

Please refer to the sections “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Bank expects to publish the announcement on the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and (iv) on our website (www.bankoftianjin.com) on Tuesday, March 29, 2016. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Tuesday, March 29, 2016 as described in the section headed “How to Apply for Hong Kong Offer Shares — 11. Publication of Results” in the Prospectus.

The Bank will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Wednesday, March 30, 2016 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, March 30, 2016. The H Shares will be traded in board lots of 500 H Shares each. The stock code of the Bank is 1578.

On behalf of the Board of Directors
Bank of Tianjin Co., Ltd.
Yuan Fuhua
Chairman

Hong Kong, March 15, 2016

As at the date of this announcement, the Board of Directors comprises Mr. Yuan Fuhua, Mr. Wen Yuanhua, Mr. Yue Desheng and Ms. Zhang Furong as executive Directors; Mr. Yu Yang, Mr. Jia Hongqian, Mr. Alistair Marshall Bulloch, Mr. Zhao Wei and Mr. Luan Fengxiang as non-executive Directors; Mr. Liu Baorui, Mr. Liang Zhixiang, Mr. Feng Heping, Mr. Guo Tianyong and Mr. Law Yee Kwan, Quinn as independent non-executive Directors.

*Please also refer to the published version of this announcement in the **South China Morning Post** (in English) and the **Hong Kong Economic Times** (in Chinese).*

* *Bank of Tianjin Co., Ltd. is not an authorized 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 authorized to carry on banking and/or deposit-taking business in Hong Kong.*