

Stock Name: Qingdao Haier

Stock Code: 600690

No.: L2019- 022

Bond Name: Haier Convertible Bonds **Bond Code:** 110049

Qingdao Haier Co., Ltd.

Announcement on Election of a New Session of the Board of Directors

The Board of Directors of the Company and all members of the Board warrant that there are no false representations, misleading statements and material omissions in this announcement, and are severally and jointly responsible for the authenticity, accuracy and completeness of the content herein.

I. Main contents

The 27th meeting of the 9th session of the Board of Directors of Qingdao Haier Co., Ltd. (hereinafter referred to as the “ Company”) (Details of the meeting are set out in the *Announcement on the Resolutions of the 27th Meeting of the Ninth Session of the Board of Directors of Qingdao Haier Co., Ltd.*, No.: L2019- 014) considered and approved the proposal on election of a new session of the Board of Directors of the Company, details of which are as follows:

(I) Considered and approved *the Proposal on Election of a New Session of the Board of Directors and Election of Independent Directors of Qingdao Haier Co., Ltd.* (Voting result: For: 9 votes; against: 0 vote; abstain: 0 vote)

Given that the term of office of the 9th session of the Board of Directors of the Company is going to expire in May 2019 and the Company thanked the members of the Board of Directors for their contributions during their tenure, 3 candidates are proposed to be the independent directors of the 10th session of the Board of Directors in accordance of the relevant requirements under the *Company Law* and the *Articles of Association* as well as the opinions of the nomination committee under the Board of

Directors of the Company, and the name of the candidates is Dai Deming, Shi Tiantao and Qian Daqun , of which the qualifications as independent directors have been filed to Shanghai Stock Exchange without demur (Resumes of the proposed directors are attached below). This proposal is subject to the consideration and approval of the general meeting of shareholders of the Company.

(II) Considered and approved the *Proposal on Election of a New Session of the Board of Directors and Election of Non-independent Directors of Qingdao Haier Co., Ltd.* (Voting result: For: 9 votes; against: 0 vote; abstain: 0 vote).

Given that the term of office of the 9th session of the Board of Directors of the Company is going to expire in May 2019 and the Company thanked the members of the Board of Directors for their contributions during their tenure, 6 candidates are proposed to be the non-independent directors of the 10th session of the Board of Directors in accordance of the relevant requirements under the *Company Law* and the *Articles of Association* as well as the opinions of the nomination committee under the Board of Directors of the Company, and the name of the candidates is Liang Haishan, Tan Lixia, Li Huagang, Wu Changqi, Lin sui and Yan Yan. This proposal is subject to the consideration and approval of the general meeting of shareholders of the Company.

The independent directors have carried out due diligence on relevant issues such as the nomination method and procedures of the involved proposed directors, the qualification of the nominators and the job qualifications of the proposed directors, and issue the following opinions:

“We are of the view that, as reviewed by the nomination committee under the Board of Directors of the Company, the nomination method and procedures as well as the qualifications of the nominators on proposing Liang Haishan, Tan Lixia, Li Huagang, Wu Changqi, Lin sui, Yan Yan, Dai Deming, Shi Tiantao and Qian Daqun as the proposed directors of the 10th session of the Board of Directors comply with the relevant laws and regulations and the requirements of the *Articles of Association*. We consider that the above 9 candidates do not fall into circumstances under which

the candidates shall not act as the directors of the Company pursuant to article 146 of the *Company Law* and article 10 of *Guidelines Regarding the Appointment and Conduct of Listed Company Directors of Shanghai Stock Exchange*, the job qualifications of which meet the conditions of acting as directors of a listed company and the requirements of the job duties. The proposal is in compliance with the relevant requirements of the *Company Law* and the *Articles of Association*.

We agree to elect Liang Haishan, Tan Lixia, Li Huagang, Wu Changqi, Lin sui and Yan Yan as the candidates of the non-independent directors of the 10th session of the Board of Directors of the Company, elect Dai Deming, Shi Tiantao and Qian Daqun as the candidates of the independent directors of the 10th session of the Board of Directors of the Company, and agree to submit the proposal to the general meeting of shareholders of the Company for consideration, of which the qualification of the proposed independent directors has been filed to Shanghai Stock Exchange without demur.”

II. Documents available for inspection

1. Resolutions of the 27th meeting of the 9th session of the Board of Directors of Qingdao Haier Co., Ltd.;
2. Opinions of the independent directors of Qingdao Haier Co., Ltd. on relevant issues of the 27th meeting of the 9th session of the Board of Directors.

It is hereby notified the above.

The Board of Directors of Qingdao Haier Co., Ltd.

29 April 2019

Attachment: Resumes of proposed directors

Liang Haishan, male, born in 1966, is a senior engineer. He had served as head of the quality department of Qingdao Haier Refrigerator Co., Ltd., general manager of Qingdao Haier Air Conditioner Gen Corp., Ltd, senior vice president of Haier Group, rotation president of Haier Group. He is vice president of the board of directors of Haier Group, executive president, chairman of 9th session of the Board and general manager of Qingdao Haier Co., Ltd.; he was rewarded National May 1st Labor Medal, Outstanding Leadership Award of the National Light Industry Enterprise Information (全国轻工业企业信息化优秀领导奖), Top 10 Leaders in China Strategic Emerging Industries in recent year; Prize of Technology Advancement for China Household Appliances, First Prize Award of Science and Technology Progress of China National Light Industry Council, 2017 Forbes China Best CEO of Listed Company, 2017 Taishan Industry Leading Talent of Shandong Province.

Tan Lixia, female, born in 1970, had served as assistant to director and general manager of Haier Air Conditioning Electronics Import and Export Company (海尔空调电子进出口公司), the head of integrated department, deputy director, director of department of overseas market development of Haier Group, and head of department of financial management of Haier Group, CFO of Haier Group currently serves as the executive vice president of Haier Group, the president of Haier Financial Holdings Limited, the vice chairman of the 9th session of the Board of Qingdao Haier Co., Ltd.. In recent years, she was successively awarded Model Worker of Shandong Province, Outstanding Entrepreneur of the State, "March 8 Red-Banner Holders of the State ", PRC CFO of the Year, China Top Ten Women in Economic Area, China Top Ten Brand Female (中国十大品牌女性), member of the 12th Standing Committee of the All-China Women's Federation and the vice president of the China Women Entrepreneurs Association and so on.

Li Huagang, male, born in 1969. He once served as the chief operating officer and executive director of Haier Electronics Group Co., Ltd, a subsidiary of the Company, and currently is the chief marketing officer of the Company in China. He Graduated from Huazhong University of Science and Technology in 1991 and graduated from the China Europe International Business School in 2014 and received a master's degree in Executive Master of Business Administration (EMBA).

Wu Changqi, male, born in 1955, professor and tutor of doctorate students of department of Strategic Management of Guanghua School of Management of Peking University. He graduated from Shandong University in 1982 with a bachelor degree in economics. He graduated from Katholieke Universiteit Leuven in Belgium in 1990, with a MBA degree and a doctorate degree in applied economics successively. He was an assistant professor and associate professor of Department of Economics of School of Business and Management of Hong Kong University of Science and Technology, professor and director of Department of Strategic Management of Guanghua School of Management of Peking University, deputy dean of Guanghua School of Management, Peking University, Director of EMBA degree programme center and so on. He is currently the president of the National Hi-Tech Industrial Development Zone Strategy Research Institute of Peking University (国家高新技术产业开发区发展战略研究院) and president of Guanghua Leadership Institute, director of the 9th session of the Board of Qingdao Haier Co., Ltd..

Yan Yan, male, born in 1957. He is currently the founding managing partner of Softbank Asia Infrastructure Fund (SAIF). Prior to founding SAIF, Mr. Yan was the Managing Director of AIG Asia Infrastructure Investment Fund and the Director of the Hong Kong Office from 1994 to 2001. From 1989 to 1994, he served as an economist at the World Bank headquarters in Washington, a researcher at the Hudson Institute, a leading think tank in the United States, and a director of strategic planning and business development for the Asia Pacific region at Sprint International Corporation. Mr. Yan received his bachelor's degree in engineering from Nanjing Aeronautical Institute in 1982 and his master's degree in sociology from Peking University from 1984 to 1986. He studied PhD at Princeton University from 1986 to 1989 and his master's degree in international economics in 1989. He also studied advanced finance and accounting courses at Wharton in 1995. He studied at Princeton University for PhD from 1986 to 1989 and his master's degree in international economics in 1989. He also studied advanced finance and accounting courses at Wharton in 1995.

Lin sui, male, born in 1956. He is currently a partner of Deloitte China (will retire from Deloitte China on 31 May 2019). He has been engaged in international tax consulting in the United States and China for nearly 30 years. He has participated in many aspects of professional tax

consulting for multinational investment transactions, mergers and acquisitions, listings, financing projects, supply chain tax optimization, and internal tax risk control of many Chinese international companies. He has extensive experience in corporate listing related matters such as restructuring, acquisitions, equity arrangements, tax accounting and business transformation. In recent years, he has been mainly engaged in consulting for the digital transformation of corporate finance and tax management. In 1989, he obtained a master's degree in business administration and a master's degree in tax law from studying in the United States. He joined Deloitte USA in 1993 and was sent to Deloitte China in 2002. He is a USCPA. Before returning to China, he was appointed by the Ministry of Science and Technology of China as a member of the Overseas Scholars Advisory Committee of the National High-Tech Development Torch Program and an expert of the United Nations in China Development Project. He is currently the executive director of the Finance and Taxation Law Branch of the Shanghai Law Society. He was also invited to be an external teacher of China Europe International Business School and Shanghai National Accounting Institute, a part-time master's tutor at Fudan University and Shanghai University of Finance and Economics, and a deputy director of the Advisory Committee of the Large Enterprise Tax Research Institute.

Dai Deming, male, born in 1962. He is a professor and doctoral supervisor of the accounting department of School of Business at Remin University of China. He also concurrently holds other positions such as a vice-chairman of Accounting Society of China, Independent director of the 9th session of the Board of Directors of Qingdao Haier. He served as an independent director for Beijing Capital Development Co., Ltd. (北京首都开发股份有限公司) and other companies.

Shi Tiantao, male, born in 1962. He currently serves as a professor and doctoral supervisor of the School of Law at Tsinghua University as well as director of Finance & Law Research Center under the School of Law at Tsinghua University. He also serves on the 9th session of the Board of Directors of Qingdao Haier as an independent director. Meanwhile, he concurrently holds other positions such as a vice president of the Chinese Research Association of Securities Law, an arbitrator of CIETAC, and a member of the Case Guidance Committee of the Supreme People's Court.

Qian Daqun, male, born in 1950. He once served as the the Chairman of IBM Greater China, Chief Executive Officer and CEO of IBM Greater China. He graduated from the Department of

Mathematics of Tamkang University in Taiwan. He once studied at the Advanced Management Program of the Harvard University Institute of Business Administration and the IBM Global Executive Management Program.