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BQD  青岛银行
Bank of Qingdao Co., Ltd.*
青島銀行股份有限公司*

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

(H Shares Stock Code: 3866)

(Preference Shares Stock Code: 4611)

NOTICE OF 2021 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 first extraordinary general meeting (the “**2021 First EGM**”) of Bank of Qingdao Co., Ltd. (the “**Bank**”) will be held at No. 6 Qinling Road, Laoshan District, Qingdao, Shandong Province, the People’s Republic of China (the “**PRC**”), at 9:00 a.m. on Friday, 26 March 2021 for the purposes of considering and, if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the resolution in relation to the proposal for rights issue of Bank of Qingdao Co., Ltd.
 - 1.1 class and par value of the shares to be issued
 - 1.2 issuance method
 - 1.3 base, proportion and number of the rights issue
 - 1.4 pricing principle and price for the rights shares
 - 1.5 target subscribers for the rights issue
 - 1.6 distribution plan for accumulated undistributed profits prior to the rights issue
 - 1.7 time of issuance
 - 1.8 method of underwriting
 - 1.9 use of proceeds in relation to the rights issue

1.10 validity period of the resolution in relation to the rights issue

1.11 listing of the shares in relation to the rights issue

2. To consider and approve the resolution in relation to the plan of Bank of Qingdao Co., Ltd. on public issuance of shares by the way of rights issue
3. To consider and approve the resolution in relation to the authorization to the Board to deal with matters related to rights issue to be proposed in the general meeting
4. To consider and approve the resolution in relation to the change in registered capital and the corresponding amendments to the relevant clauses in the Articles of Association upon the completion of rights issue of Bank of Qingdao Co., Ltd.
5. To consider and approve the resolution in relation to the fulfillment of issue conditions of rights issue of Bank of Qingdao Co., Ltd.
6. To consider and approve the resolution in relation to the report on the use of previously raised funds of Bank of Qingdao Co., Ltd.
7. To consider and approve the resolution in relation to the report on the feasibility of use of proceeds from rights issue of Bank of Qingdao Co., Ltd.
8. To consider and approve the resolution in relation to the risk reminder of and remedial measures for the dilution of current returns by rights issue to original shareholders of Bank of Qingdao Co., Ltd. and commitments by relevant entities.
9. To consider and approve the resolution in relation to the shareholders' return plan for the next three years (2021-2023) of Bank of Qingdao Co., Ltd.

By order of the Board
Bank of Qingdao Co., Ltd.*
GUO Shaoquan
Chairman

Qingdao, Shandong Province, the PRC, 8 March 2021

As at the date of this notice, the board of directors of the Bank comprises Mr. Guo Shaoquan, Mr. Wang Lin and Ms. Lu Lan as executive directors; Mr. Zhou Yunjie, Mr. Rosario Strano, Ms. Tan Lixia, Mr. Marco Mussita, Mr. Deng Youcheng and Mr. Choi Chi Kin, Calvin as non-executive directors; Mr. Chen Hua, Ms. Dai Shuping, Mr. Simon Cheung, Ms. Fang Qiaoling and Mr. Tingjie Zhang as independent non-executive directors.

* *Bank of Qingdao 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 out banking and/or deposit-taking business in Hong Kong.*

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all resolutions proposed at the meeting shall be voted by poll, except for those related to procedural or administrative matters to be voted by a show of hands as permitted by the chairman. Results of the poll voting will be published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.qdccb.com) as required by the Listing Rules.

2. Closure of register of members and eligibility for attending and voting at the 2021 First EGM

H shareholders of the Bank are advised that the share register will be closed from Tuesday, 23 March 2021 to Friday, 26 March 2021 (both days inclusive). To be eligible for attending and voting at the 2021 First EGM, the transfer documents together with relevant share certificates and other appropriate documents must be deposited at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Monday, 22 March 2021. H shareholders whose names appear on the H share register of members of the Bank at the close of business on Tuesday, 23 March 2021 are entitled to attend and vote at the 2021 First EGM. Pursuant to the requirement of the Articles of Association of the Bank, where a shareholder pledges 50% or more of his/her/its equity interests in the Bank, the voting rights of such shareholder at the 2021 First EGM shall be subject to restrictions.

3. Proxy

Any shareholder entitled to attend and vote at the 2021 First EGM is entitled to appoint one or more persons (whether such person is a shareholder of the Bank or not) as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the 2021 First EGM. As far as all joint shareholders of any shares are concerned, only the joint shareholder whose name appears first in the share register of members has the right to receive the share certificate of the relevant shares from the Bank and to receive notices of the Bank, and any notice served on such a shareholder shall be treated as having been served on all the other joint shareholders of those shares. In the case of joint shareholders, any one shareholder may sign the proxy form(s). In the event that more than one joint shareholder attends the meeting in person or by proxy, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the share register of members in respect of the joint shareholding.

The appointment of a proxy must be in writing with a form under the hand of the appointer or his/her/its attorney duly authorized in writing. For a corporate appointer, the proxy form must be affixed with the common seal or signed by its director or attorney duly authorized in writing. To be valid, the instrument appointing a proxy together with the power of attorney or other authorization document (if any) or a notarially certified copy of that power of attorney or other authorization document must be completed and returned to the Bank’s H share registrar (for H shareholder(s)) or the Bank’s PRC registered office and principal place of business (for A shareholder(s)) not less than 24 hours before the designated time for the holding of the 2021 First EGM or any adjournment thereof. Completion and return of the form(s) of proxy will not preclude shareholders from attending and voting in person at the 2021 First EGM or at any adjournment if he/she/it so wishes.

4. Others

(1) The 2021 First EGM is estimated to last no longer than a working day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling and accommodation expenses.

(2) Address of Computershare Hong Kong Investor Services Limited:

17M Floor, Hopewell Centre
183 Queen's Road East, Wanchai
Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990

Address of the PRC registered office and principal place of business of the Bank:

No. 6 Qinling Road
Laoshan District
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the PRC
Tel: +86 40066 96588 ext 6
Fax: +86 (532) 8578 3866