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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)

NOTICE OF 2022 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 annual general meeting (the “**2022 AGM**”) 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 Wednesday, 31 May 2023 for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. to consider and approve the work report of the board of directors of Bank of Qingdao Co., Ltd. for 2022
2. to consider and approve the work report of the board of supervisors of Bank of Qingdao Co., Ltd. for 2022
3. to consider and approve the report for final financial accounts of Bank of Qingdao Co., Ltd. for 2022
4. to consider and approve the profit distribution plan of Bank of Qingdao Co., Ltd. for 2022
5. to consider and approve the resolution on the engagement of external auditors of Bank of Qingdao Co., Ltd. for 2023 and their remuneration
6. to consider and approve the special report on related party transactions of Bank of Qingdao Co., Ltd. for 2022
7. to consider and approve the resolution on the estimated amount of the ordinary related party transactions of Bank of Qingdao Co., Ltd. for 2023

SPECIAL RESOLUTION

8. to consider and approve the resolution on the general mandate for the issue of shares by Bank of Qingdao Co., Ltd.

MATTERS TO BE REPORTED

1. Evaluation Report on the Performance of Duties by the Board of Directors and Directors of Bank of Qingdao Co., Ltd. for 2022
2. Evaluation Report on the Performance of Duties by the Supervisors of Bank of Qingdao Co., Ltd. for 2022
3. Performance Report of the Independent Non-executive Directors of Bank of Qingdao Co., Ltd. for 2022
4. Evaluation Report of the Major Shareholders of Bank of Qingdao Co., Ltd. for 2022

By order of the Board
Bank of Qingdao Co., Ltd.*
Jing Zailun
Chairman

Qingdao, Shandong Province, the PRC
11 May 2023

As at the date of this notice, the Board comprises Mr. Jing Zailun, Mr. Wu Xianming and Mr. Liu Peng as executive directors; Mr. Zhou Yunjie, Mr. Rosario Strano, Ms. Tan Lixia, Mr. Marco Mussita and Mr. Deng Youcheng as non-executive directors; Mr. Simon Cheung, Ms. Fang Qiaoling, Mr. Xing Lecheng, Mr. Zhang Xu and Mr. Cheung Man Chor, Elton 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 2022 AGM

H shareholders of the Bank are advised that the share register will be closed from Thursday, 25 May 2023 to Wednesday, 31 May 2023 (both days inclusive). To be eligible for attending and voting at the 2022 AGM, 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 Wednesday, 24 May 2023. Shareholders whose names appear on the register of members of the Bank on Thursday, 25 May 2023 are entitled to attend and vote at the 2022 AGM. Pursuant to the requirements of the Articles of Association of the Bank, where a shareholder pledges 50% or more of his/her equity interests in the Bank, the voting rights of such shareholder at the 2022 AGM shall be subject to restrictions.

3. Arrangement on dividend distribution

The board of directors of the Bank has recommended the distribution of a final cash dividend of RMB1.60 (inclusive of tax) per ten shares for the year ended 31 December 2022. Subject to approval of the proposal at the 2022 AGM, the dividend will be paid to A shareholders and H shareholders whose names appear on the register of members of the Bank at the close of business on the respective record dates. The proposed dividends payable are denominated in Renminbi, and will be paid to A shareholders in Renminbi and H shareholders in Hong Kong dollars. Calculation of the exchange rate for dividends payable in Hong Kong dollars will be based on the average of central parity rates of Renminbi of the interbank foreign exchange market as announced by the People's Bank of China for the five working days preceding the date of declaration of the dividend at the 2022 AGM (including the date of the 2022 AGM).

4. Closure of register of members and eligibility for final dividend distribution

The H share register of the Bank will be closed from Tuesday, 6 June 2023 to Saturday, 10 June 2023 (both days inclusive). In order to be entitled to the final dividend distribution, the H shareholders of the Bank who have not registered are required to deposit the transfer documents together with relevant share certificates 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, 5 June 2023. Shareholders whose names appear on the register of members of the Bank on Saturday, 10 June 2023 are entitled to the final dividend distribution.

5. Proxy

Any shareholder entitled to attend and vote at the 2022 AGM may appoint one or more persons (whether such person is a shareholder of the Bank or not) as his/her proxy or proxies to attend and vote on his/her behalf at the 2022 AGM. As far as all joint shareholders of any shares are concerned, only the joint shareholder whose name appears first in the register of members has the right to receive the share certificates of the relevant shares from the Bank, 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). 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 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 attorney duly authorised in writing. For a corporate appointer, the proxy form must be affixed with the common seal or signed by its director or attorney duly authorised in writing. To be valid, the instrument appointing a proxy together with the power of attorney or other authorisation document (if any) under which it is signed or a notorially certified copy of that power of attorney or other authorisation 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 convening of the 2022 AGM 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 2022 AGM or at any adjournment thereof if he/she so wishes.

6. Others

(1) The 2022 AGM 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
Qingdao
Shandong Province
PRC
Tel: +86 40066 96588 ext. 6
Fax: +86 (532) 8578 3866