

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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)

**POLL RESULTS OF THE 2017 ANNUAL GENERAL MEETING,
2018 FIRST CLASS MEETING FOR DOMESTIC SHAREHOLDERS AND
2018 FIRST CLASS MEETING FOR H SHAREHOLDERS
HELD ON 15 MAY 2018**

POLL RESULTS OF THE MEETINGS

Bank of Qingdao Co., Ltd. (the “**Bank**”) is pleased to announce that the 2017 annual general meeting (the “**AGM**”), the 2018 first class meeting for Domestic Shareholders (the “**Domestic Share Class Meeting**”) and the 2018 first class meeting for H Shareholders (the “**H Share Class Meeting**”) (collectively, the “**Meetings**”) were held successively at No. 6 Qinling Road, Laoshan District, Qingdao, Shandong Province, the PRC at 9:00 a.m. on Tuesday, 15 May 2018.

Reference is made to the circular of the Bank dated 23 April 2018 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

ATTENDANCE OF THE MEETINGS

Details of the number of Shares with attendance entitlements as at the date of the Meetings are as follows:

- the total number of issued Shares was 4,058,712,749, comprising 2,295,677,769 Domestic Shares and 1,763,034,980 H Shares, which was the total number of Shares entitling the holders to attend the AGM;
- the total number of issued Domestic Shares was 2,295,677,769, which was the total number of Domestic Shares entitling the holders to attend the Domestic Share Class Meeting; and
- the total number of issued H Shares was 1,763,034,980, which was the total number of H Shares entitling the holders to attend the H Share Class Meeting.

Insofar as the Bank is aware, certain individual Shareholders have pledged 50% or more of his/her equity interests in the Bank, the voting rights of such Shareholders at the AGM and the relevant Class Meeting shall therefore be subject to restrictions pursuant to the Articles of Association, resulting in a total of 707,352,763 Shares (comprising 306,722,763 Domestic Shares and 400,630,000 H Shares) subject to such restrictions. Except that, there is no restriction on any other Shareholders casting votes on the proposed resolutions at any of the Meetings. Accordingly, as at the date of the Meetings, details of the total number of Shares entitling Shareholders to vote on the resolutions proposed at the Meetings were as follows:

- a total number of 3,351,359,986 Shares, comprising 1,988,955,006 Domestic Shares and 1,362,404,980 H Shares entitling Shareholders to vote at the AGM;
- a total number of 1,988,955,006 Domestic Shares entitling Domestic Shareholders to vote at the Domestic Share Class Meeting; and
- a total number of 1,362,404,980 H Shares entitling H Shareholders to vote at the H Share Class Meeting.

There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at any of the Meetings. No party has stated its intention in the Circular that it would vote against the proposed resolutions or that it would abstain from voting at any of the Meetings.

Details of attendance of the Meetings are as follows:

- Shareholders and authorised proxies holding an aggregate of 2,777,998,003 Shares carrying voting rights, being approximately 68.45% of the entire issued Shares as at the date of the AGM, were present at the AGM;
- Shareholders and authorised proxies holding an aggregate of 1,844,950,523 Domestic Shares carrying voting rights, being approximately 80.37% of the entire issued Domestic Shares were present at the Domestic Share Class Meeting; and
- Shareholders and authorised proxies holding an aggregate of 933,047,480 H Shares carrying voting rights, being approximately 52.92% of the entire issued H Shares were present at the H Share Class Meeting.

The holding of each of the Meetings was in compliance with the Company Law of the PRC and the Articles of Association. Each of the Meetings was chaired by Mr. Guo Shaoquan, chairman of the Bank. King & Wood Mallesons (Beijing) (the Bank's PRC legal adviser), Computershare Hong Kong Investor Services Limited (the Bank's H share registrar and transfer office), 2 representatives of Shareholders and 1 representative of Supervisors were appointed as the vote counters and scrutineers at each the Meetings for the purpose of vote-taking.

POLL RESULTS OF THE AGM

The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
1.	To consider and approve the work report of the board of directors of Bank of Qingdao Co., Ltd. for 2017.	2,777,998,003 100%	0 0%	0 0%
2.	To consider and approve the work report of the board of supervisors of Bank of Qingdao Co., Ltd. for 2017.	2,777,998,003 100%	0 0%	0 0%
3.	To consider and approve the final financial accounts of Bank of Qingdao Co., Ltd. for 2017.	2,777,998,003 100%	0 0%	0 0%
4.	To consider and approve the profit distribution plan of Bank of Qingdao Co., Ltd. for 2017.	2,777,998,003 100%	0 0%	0 0%
5.	To consider and approve the resolution on the engagement of domestic and foreign auditors and their remuneration of Bank of Qingdao Co., Ltd. for 2018.	2,777,998,003 100%	0 0%	0 0%
6.	To consider and approve the resolution on the election of directors of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.			
6.1	To consider and approve the election of Mr. Zhou Yunjie as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.2	To consider and approve the election of Mr. Rosario Strano as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.3	To consider and approve the election of Ms. Tan Lixia as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,904,503 99.996634%	93,500 0.003366%	0 0%
6.4	To consider and approve the election of Mr. Marco Mussita as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.5	To consider and approve the election of Mr. Deng Youcheng as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%

ORDINARY RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
6.6	To consider and approve the election of Mr. Choi Chi Kin, Calvin as a non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,904,503 99.996634%	93,500 0.003366%	0 0%
6.7	To consider and approve the election of Mr. Guo Shaoquan as an executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,904,503 99.996634%	93,500 0.003366%	0 0%
6.8	To consider and approve the election of Mr. Wang Lin as an executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.9	To consider and approve the election of Mr. Yang Fengjiang as an executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.10	To consider and approve the election of Ms. Lu Lan as an executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.11	To consider and approve the election of Mr. Wong Tin Yau, Kelvin as an independent non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,904,503 99.996634%	93,500 0.003366%	0 0%
6.12	To consider and approve the election of Mr. Chen Hua as an independent non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.13	To consider and approve the election of Ms. Dai Shuping as an independent non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
6.14	To consider and approve the election of Mr. Simon Cheung as an independent non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%

ORDINARY RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
6.15	To consider and approve the election of Ms. Fang Qiaoling as an independent non-executive director of the seventh session of the board of directors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
7.	To consider and approve the resolution on the election of supervisors of the seventh session of the board of supervisors of Bank of Qingdao Co., Ltd.			
7.1	To consider and approve the election of Mr. Zhang Lanchang as the shareholder supervisor of the seventh session of the board of supervisors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
7.2	To consider and approve the election of Mr. Wang Jianhua as an external supervisor of the seventh session of the board of supervisors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
7.3	To consider and approve the election of Mr. Fu Changxiang as an external supervisor of the seventh session of the board of supervisors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
7.4	To consider and approve the election of Mr. Hu Yanjing as an external supervisor of the seventh session of the board of supervisors of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
8.	To consider and approve the resolution on the status report on the use of previously raised funds of Bank of Qingdao Co., Ltd. as of 31 December 2017.	2,777,998,003 100%	0 0%	0 0%
9.	To consider and approve the special report on related party transactions of Bank of Qingdao Co., Ltd. for 2017.	2,777,998,003 100%	0 0%	0 0%
SPECIAL RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
10.	To consider and approve the resolution on the extension of the validity period of the plan for the initial public offering and listing of the A shares of Bank of Qingdao Co., Ltd.	2,777,998,003 100%	0 0%	0 0%
11.	To consider and approve the resolution on the extension of the validity period of the authorisation to deal with specific matters in respect of the initial public offering and listing of the A shares.	2,777,998,003 100%	0 0%	0 0%

ORDINARY RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
12.	To consider and approve the resolution on the general mandate for the issue of shares by Bank of Qingdao Co., Ltd.	2,777,904,503 99.996634%	93,500 0.003366%	0 0%

As more than half of the votes were cast in favour of each of the resolutions numbered 1 to 9, all of the above ordinary resolutions were duly passed at the AGM; and as more than two-thirds of the votes were cast in favour of each of the resolutions numbered 10 to 12, all of the above special resolutions were duly passed at the AGM.

Save as the above resolutions, the Bank has not received any proposal put forward by any Shareholders holding 3% or more of the voting Shares of the Bank.

POLL RESULTS OF THE DOMESTIC SHARE CLASS MEETING

The poll results in respect of the resolutions proposed at the Domestic Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
1.	To consider and approve the resolution on the extension of the validity period of the plan for the initial public offering and listing of the A shares of Bank of Qingdao Co., Ltd.	1,844,950,523 100%	0 0%	0 0%
2.	To consider and approve the resolution on the extension of the validity period of the authorisation to deal with specific matters in respect of the initial public offering and listing of the A shares.	1,844,950,523 100%	0 0%	0 0%

As more than two-thirds of votes were cast in favour of the above special resolutions, the above resolutions were duly passed at the Domestic Share Class Meeting.

Save as the above resolutions, the Bank has not received any proposal put forward by any Domestic Shareholders holding 3% or more of the voting Shares of the Bank.

POLL RESULTS OF THE H SHARE CLASS MEETING

The poll results in respect of the resolutions proposed at the H Share Class Meeting were as follows:

SPECIAL RESOLUTIONS		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstained
1.	To consider and approve the resolution on the extension of the validity period of the plan for the initial public offering and listing of the A shares of Bank of Qingdao Co., Ltd.	933,047,480 100%	0 0%	0 0%
2.	To consider and approve the resolution on the extension of the validity period of the authorisation to deal with specific matters in respect of the initial public offering and listing of the A shares.	933,047,480 100%	0 0%	0 0%

As more than two-thirds of votes were cast in favour of the above special resolutions, the above resolutions were duly passed at the H Share Class Meeting.

Save as the above resolutions, the Bank has not received any proposal put forward by any H Shareholders holding 3% or more of the voting Shares of the Bank.

DISTRIBUTION OF FINAL DIVIDENDS

Particulars on the distribution of 2017 final dividends (the “**Dividends**”) are as follows:

The Bank will distribute to Shareholders whose name appears on the register of members of the Bank on 24 May 2018, a dividend of RMB0.20 per Share (inclusive of tax), in aggregate amount of RMB811,742,549.80 calculated at the total share capital of 4,058,712,749 Shares. The Dividends for H Shares will be paid in Hong Kong dollars, and the applicable exchange rate is HKD1.00 to RMB0.809854, being the average of the central parity rates of Renminbi of the interbank foreign exchange market as announced by the PBOC on five working days preceding the date of declaration of the Dividends at the AGM (inclusive of the date of the AGM). Therefore, HK\$0.246958 will be distributed for each Share (inclusive of tax).

The Dividends are expected to be distributed to the Shareholders on or before Friday, 25 May 2018.

For H Shareholders, the Bank has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and has paid the declared final Dividends to the Receiving Agent for their onward payment to H Shareholders. The Dividends are expected to be paid to the relevant Shareholders by the Receiving Agent on or before Friday, 25 May 2018, and the relevant cheques will be despatched on the same day to H Shareholders who are entitled to receive such Dividends by ordinary post while the risk of the delivery shall be borne by the receivers.

Explanation for Tax Exemption and Waiver

(1) *For Domestic Shareholders*

The Bank's legal person holders of Domestic Shares shall handle their own income tax. According to the relevant requirements of the Individual Income Tax Law of the PRC, the Bank will withhold and pay the individual income tax at the rate of 20% for natural person Shareholders whose names appear on the register of members of Domestic Shares on 24 May 2018.

(2) *For H Shareholders*

In accordance with the Enterprise Income Tax Law of the PRC and the related implementation provisions, the Bank shall withhold and pay enterprise income tax at the rate of 10% for non-resident enterprise Shareholders whose names appear on the H-share register on 24 May 2018.

Pursuant to the Notice of the State Administration of Taxation on Issues Concerning the Administration of Individual Income Tax Collection after the Annulment of Document Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) promulgated by the State Administration of Taxation, dividend received by overseas resident individual shareholders from the shares issued by domestic non-foreign invested enterprises in Hong Kong are subject to individual income tax, which shall be withheld and paid by withholding agent according to relevant laws; however, the overseas resident individual shareholders of the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax arrangements between the countries where they reside and China and the tax arrangements between Chinese mainland and Hong Kong/Macau.

In accordance with the above tax regulations, the Bank shall generally withhold and pay individual income tax at the rate of 10% for individual H Shareholders of the Bank unless otherwise specified by the relevant tax regulations and tax agreements, in which case the Bank will conduct specific procedures according to the relevant regulatory requirements of tax authorities.

Closure of Register of Members and Eligibility for Final Dividends Distribution

The Share register for H Shares of the Bank will be closed from Saturday, 19 May 2018 to Thursday, 24 May 2018 (both days inclusive). In order to be entitled to the Dividends distribution, the H Shareholders of the Bank who have not registered the transfer documents 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 Friday, 18 May 2018. Shareholders whose names appear on the register of members of the Bank at the close of business on Thursday, 24 May 2018 are entitled to the Dividends distribution.

ELECTION OF DIRECTORS OF THE SEVENTH SESSION OF THE BOARD

Non-Executive Directors

At the AGM, Mr. Zhou Yunjie (“**Mr. Zhou**”), Mr. Rosario Strano (“**Mr. Strano**”), Ms. Tan Lixia (“**Ms. Tan**”), Mr. Marco Mussita (“**Mr. Mussita**”), Mr. Deng Youcheng (“**Mr. Deng**”) and Mr. Choi Chi Kin, Calvin (“**Mr. Choi**”) were appointed as non-executive Directors of the seventh session of the Board, whose biographical details are set out below:

Mr. Zhou Yunjie, aged 51, holds a doctorate degree in business administration from Xi’an Jiaotong University, and is a senior engineer.

Mr. Zhou was appointed as a non-executive Director on 10 April 2015 and has been the president and deputy chairman of the board of Haier Group since December 2016. He is currently a representative of the 13th National Congress of the Communist Party of China. Mr. Zhou worked at Qingdao Refrigerator Factory and served as the chief of the sales division, director of the second factory, head of the quality department, vice general manager and general manager from 1988 to 2000. Since 2000, he has been working at Haier Group and served as vice president, senior vice president, executive vice president and chief marketing officer successively. He has been an alternative president and deputy chairman of the board of Haier Group from 2013 to 2016.

Mr. Zhou has been serving as an executive director and general manager of Haier Electronics Group Co., Ltd. in November 2009, and chief executive officer of the abovementioned company from March 2013 to August 2017 and chairman of the board of the abovementioned company since June 2013.

Mr. Rosario Strano, aged 55, holds a bachelor’s degree in law from the University of Bari in Italy.

Mr. Strano was appointed as a non-executive Director on 10 April 2012 and has served as the chief operating officer of ISP since January 2018. Mr. Strano worked at Banca di Roma, Alitalia, Grand Hotel Baglioni, Agenzia Nazionale Stampa Associata and Poste Italiane successively from January 1989 to October 2002, serving as manager and head of departments. He also served as the head of human resources and organisation department of Italian and international subsidiary banks division of Banca Intesa (now known as ISP) from October 2002 to December 2006. He held the positions of the head of human resources and organisation department, human resources department and resources and corporate governance department at the international subsidiary banks division of ISP from January 2007 to January 2010. He also has been the supervisor of Privredna Banka Zagreb and the director of KMB Bank since April 2009. He was a vice president of Crédit Agricole Cariparma from January 2010 to May 2010. Since May 2010, he has been working at ISP, serving as the head of resources and corporate governance department at the international subsidiary banks division and chief human resources officer successively, during which he also served as a non-executive director of Intesa Sanpaolo Bank-Albania from March 2011 to April 2016.

Ms. Tan Lixia, aged 47, holds a master's degree in business administration from Europe International Business School in Shanghai, and is a senior engineer, a distinguished management accountant of Ministry of Finance (enjoying the subsidy granted by the State Council), a Chartered Global Management Accountant (CGMA), a Certified Public Accountant (CPA) in Australia and a certified senior international internal control officer.

Ms. Tan was appointed as a non-executive Director on 10 April 2012. She has been the executive vice president and chief financial officer of Haier Group and the chairman of the board of Haier Group (Qingdao) Financial Holdings Limited since January 2016 and February 2014, respectively. Since August 1992, Ms. Tan has been working at Haier Group and served as the deputy head and head of department of overseas market development, vice president, head of department of financial management, chief financial officer and senior vice president successively.

Ms. Tan has been serving as a non-executive director of Haier Electronics Group Co., Ltd. since November 2013 and deputy chairman of the board of Qingdao Haier Co., Ltd. since 2011.

Mr. Marco Mussita, aged 58, holds a bachelor's degree in oriental literature and language from Università Ca' Foscari Venezia (Ca' Foscari University of Venice) in Italy.

Mr. Mussita was appointed as a non-executive Director on 16 September 2011 and has been the director of OMR (China) Automotive Components Co., Ltd. since June 2007. Mr. Mussita worked at Banca Commerciale Italiana (now known as ISP) and successively served as an assistant to the chief representative of the Beijing office, assistant to the vice-president of the New York branch, manager of the credit department of the Hong Kong branch, vice general manager of the Shanghai branch and vice general manager of the Tokyo branch from April 1987 to August 2003. He was the general manager and director of Shanghai Zhongyi Business Consulting Co., Ltd. from September 2003 to April 2008. He was the general manager of Eurizon (Beijing) Business Consultation Co., Ltd. from May 2008 to March 2015 and the director of Union Life Insurance Co., Ltd. from May 2008 to July 2017. He has been the supervisor of Meccanotecnica Umbra S.p.A. (Qingdao) Mechanical Seal Co., Ltd. since May 2012 and the supervisor of Qingdao Yicai Wealth Management Co., Ltd. since September 2016.

Mr. Deng Youcheng, aged 46, holds a master's degree in business administration from Tongji University, and is a certified accountant, a certified public valuer, a senior auditor, a senior consultant and an accountant.

Mr. Deng has been a director and vice general manager of Qingdao Conson Development (Group) Co., Ltd. since December 2015. Mr. Deng worked at Qingdao Steel Ball Factory from July 1991 to August 1993. He served as the head of the accounting department of Qingdao Kuimu Electronic Company Limited from August 1993 to March 1995. He worked at Shandong Daxin Accounting Firm and successively held the positions of department director, an assistant to the general manager, vice general manager and general manager from March 1995 to March 2009. Mr. Deng served as vice general manager of Qingdao Conson Jiaozhouwan Transportation Co., Ltd. from March 2009 to June 2013. He successively served as the general manager and chairman of the board of Qingdao Conson Financial Holdings Co., Ltd. from October 2013 to May 2017.

Mr. Choi Chi Kin, Calvin, aged 39, holds a bachelor of Arts degree from University of Waterloo in Canada majoring in chartered accountants.

Mr. Choi was appointed as a non-executive Director on 14 October 2016. He has been a chairman, president and managing director of AMTD Group since January 2016. Mr. Choi was a senior manager of audit department of Hong Kong and Beijing office of PricewaterhouseCoopers from December 2000 to August 2005, an executive director of investment banking division and chief strategy officer of China region of Citigroup Inc. from August 2005 to December 2008, a director of Hong Kong corporate finance department of PricewaterhouseCoopers from January 2009 to October 2010, a managing director of investment banking division of Union Bank of Switzerland and member of the Asian-Pacific Committee of Global family office from October 2010 to January 2016.

Mr. Choi has been a vice chairman of the Hong Kong Youth Association since February 2014 and a vice chairman of the Hong Kong Federation of Professions since March 2017. He was awarded the title of “Young Global Leaders” by the World Economic Forum in March 2017.

The Bank will enter into a service contract with each non-executive Director. During his/her tenure as a non-executive Director, he/she will receive non-executive Director allowance of RMB80,000 per year and a subsidy of RMB5,000 for each meeting attended. These allowance and subsidy are determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid allowance and subsidy, each non-executive Director will not receive any other remuneration from the Bank.

Save as disclosed above, each non-executive Director has not held any directorship in any public companies whose securities are listed on any securities market in Hong Kong or overseas during the past three years, nor held any other position in the Bank or its subsidiaries. Each non-executive Director does not have any relationship with any other Directors, Supervisors, members of senior management, substantial Shareholders or controlling Shareholders of the Bank, or any interests in the Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

Save as disclosed in this announcement, each non-executive Director does not have any other information that is required to be disclosed under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor any other matters that are required to be disclosed under the abovementioned rule at present or in the past. Save as disclosed above, there is no other matter that needs to be brought to the attention of the Shareholders.

Executive Directors

At the AGM, Mr. Guo Shaoquan (“**Mr. Guo**”), Mr. Wang Lin (“**Mr. Wang**”), Mr. Yang Fengjiang (“**Mr. Yang**”) and Ms. Lu Lan (“**Ms. Lu**”) were appointed as executive Directors of the seventh session of the Board, whose biographical details are set out below:

Mr. Guo Shaoquan, aged 55, holds an EMBA degree from Nankai University and an EMBA degree from Peking University, and is a senior economist.

Mr. Guo was appointed as an executive Director on 6 January 2010 and has been appointed as our Chairman in January 2010. Mr. Guo joined our Bank in November 2009 as secretary of the party committee. Prior to joining our Bank, Mr. Guo worked at the Qingdao branch of China Construction Bank from December 1980 to April 2000, successively as deputy head and head of the sub-branch and deputy head of the branch, and he also worked at China Merchants Bank from April 2000 to November 2009, successively as head of the Qingdao branch and head of the Tianjin branch.

Mr. Wang Lin, aged 54, holds an EMBA degree from Peking University, and is a senior economist.

Mr. Wang was appointed as an executive Director on 16 September 2011 and as the President of the Bank in March 2012. He joined our Bank in July 2011 as the deputy secretary of the party committee. Prior to joining our Bank, Mr. Wang worked with the Nanjing branch of Agricultural Bank of China from July 1984 to December 1996 as an assistant to the director and deputy director of the office as well as deputy general manager of the international department. He also worked at China Merchants Bank from December 1996 to July 2011 as head of the sub-branch, assistant to the head, deputy head and head of the branch as well as general manager of the pension finance department of the head office, respectively.

Mr. Yang Fengjiang, aged 53, holds a bachelor’s degree in economics from Shaanxi Financial College majoring in finance, and is a senior economist.

Mr. Yang was appointed as an executive Director on 10 April 2012 and as the Vice President of the Bank in June 2007. Mr. Yang joined our Bank in July 2003 and served as general manager of our treasury operation department and an assistant to the President. Prior to joining our Bank, Mr. Yang served as a teacher in Shandong Banking School from July 1985 to November 1989. He worked at the Qingdao branch of the People’s Bank of China from November 1989 to May 1993 as a senior staff member. Mr. Yang served successively as deputy manager and general manager of the business development department of the Qingdao Securities Trading Center from May 1993 to April 1999. He also served as the general manager of the investment banking department and bond department of Qingdao Wantong Securities Co., Ltd. from April 1999 to July 2003.

Ms. Lu Lan, aged 53, holds a master's degree in law from Nankai University majoring in sociology.

Ms. Lu was appointed as an executive Director on 14 October 2016 and has been appointed as our secretary to the Board in August 2010. She joined the Bank in August 2010. Prior to joining the Bank, she was an editor of the China Society Press from June 1990 to August 1995. She served as a project manager of Jardine Fleming's Beijing office from August 1995 to August 1997. She was a practicing lawyer working with Fuzhou Junli Law Firm from August 1997 to October 2001. She worked at China Merchants Bank as a senior manager of the office of Board of Directors from October 2001 to July 2010.

The Bank will enter into a service contract with each executive Director. The remuneration of each executive Director shall be determined in accordance with the remuneration standard for senior management of the Bank, and each executive Director will not receive additional Director allowance for his/her position as the executive Director of the Bank.

Save as disclosed above, each executive Director has not held any directorship in any public companies whose securities are listed on any securities market in Hong Kong or overseas during the past three years, nor held any other position in the Bank or its subsidiaries. Each executive Director does not have any relationship with any other Directors, Supervisors, members of senior management, substantial Shareholders or controlling Shareholders of the Bank. As at the date of this announcement, Mr. Guo, Mr. Wang and Mr. Yang held 500,000 Domestic Shares of the Bank respectively and Ms. Lu held 380,000 Domestic Shares of the Bank.

Save as disclosed in this announcement, each executive Director does not have any other information that is required to be disclosed under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor any other matters that are required to be disclosed under the abovementioned rule at present or in the past. Save as disclosed above, there is no other matter that needs to be brought to the attention of the Shareholders.

Independent Non-Executive Directors

At the AGM, Mr. Wong Tin Yau, Kelvin ("**Mr. Wong**"), Mr. Chen Hua ("**Mr. Chen**"), Ms. Dai Shuping ("**Ms. Dai**"), Mr. Simon Cheung ("**Mr. Cheung**") and Ms. Fang Qiaoling ("**Ms. Fang**") were appointed as independent non-executive Directors of the seventh session of the Board, whose biographical details are set out below:

Mr. Wong Tin Yau, Kelvin, aged 57, holds a doctoral degree in business administration from The Hong Kong Polytechnic University.

Mr. Wong was appointed as an independent non-executive Director on 10 April 2015 and has been an executive director and a deputy managing general manager of COSCO SHIPPING Ports Limited since July 1996. He worked at the Wing Lung Bank, the Bank of Tokyo, Credit Lyonnais Hong Kong (Finance) Limited and Credit Lyonnais Securities (Asia) Ltd. in France from August 1985 to February 1991, successively as a credit analyst, the supervisor of the 4th division of the loan department of Hong Kong office, an assistant manager in multinational banks division and a research analyst. From June 1992 to December 1994, Mr. Wong was the senior manager in the corporate finance and affairs division of Chuang's China Investments Limited. He was the general manager in enterprise development of Termbray Industries International (Holdings) Limited from October 1994 to July 1996. Mr. Wong served as an assistant to the president of COSCO (H.K.) Group Limited from June 1996 to April 2005.

Mr. Wong has been serving as an independent non-executive director of Xinjiang Goldwind Science & Technology Co., Ltd., Huarong International Financial Holdings Limited, Shanghai Fosun Pharmaceutical (Group) Co., Ltd., China ZhengTong Auto Services Holdings Limited and I.T Limited since October 2016, October 2015, June 2015, November 2010 and August 2007, respectively. He successively served as an independent non-executive director of Asia Investment Finance Group Limited from October 2016 to February 2018, an independent non-executive director of AAG Energy Holdings Limited from June 2015 to April 2016, an independent non-executive director of CIG Yangtze Ports PLC in April 2016 and from September 2005 to October 2015 and an independent non-executive director of Xinjiang Goldwind Science & Technology Co., Ltd. from June 2011 to June 2016.

Mr. Chen Hua, aged 50, holds a doctorate degree in economics of the finance major of Soochow University and is a professor.

Mr. Chen was appointed as an independent non-executive Director on 10 April 2015. He has been the head of the modern finance research institute of Shandong University of Finance and Economics since August 2014. Mr. Chen served as the deputy head of a sub-branch and a department manager of a branch of the Industrial and Commercial Bank of China from July 1989 to September 2002. He studied in Soochow University from September 2002 to June 2005. He was the head of the finance and taxation institute of Shandong Economic University from March 2005 to October 2011. He was the head of the center of economics research of Shandong University of Finance and Economics from November 2011 to July 2014.

Mr. Chen served as an independent non-executive director of Shanda Wit Science and Technology Co., Ltd., an independent non-executive director of Jining Rural Commercial Bank, an external director of Shandong State-owned Assets Investment Holdings Co., Ltd., an independent non-executive director of Shandong BoCon International Port Co., Ltd. and a honorary deputy director of the Management Committee of the Binhai New District of Weifang since March 2013, September 2016, August 2017, December 2017 and December 2017, respectively. He was an independent non-executive director of Shandong Communication and Transportation Group from May 2016 to August 2017.

Ms. Dai Shuping, aged 57, holds a master's degree in business administration of Inter American University.

Ms. Dai was appointed as an independent non-executive Director on 14 October 2016. Ms. Dai has served as the dean of Shenzhen Qianhai Institute of Financial Management Limited since July 2015. Ms. Dai worked in the Urumqi Sub-branch of the People's Bank of China and the Industrial and Commercial Bank of China from December 1979 to December 1984. She worked in the Shekou Sub-branch, Shenzhen Branch of the Industrial and Commercial Bank of China as the deputy chief etc. from January 1985 to October 1988. She worked in China Merchants Bank from November 1988 to July 2015, serving as the assistant to the general manager of headquarter credit management department, the general manager of credit department under Shenzhen administrative division, the deputy general manager of headquarter corporate banking department, the deputy general manager of headquarter risk management department, the general manager of headquarter credit management department, the general manager of headquarter credit approval department, the general manager of headquarter legal and compliance department and the general manager of headquarter audit department etc. During the period, she ever served as an executive council member of China Banking Law Society and a council member of China Banking Audit Association.

Mr. Simon Cheung, aged 47, holds a bachelor of Arts degree in computer science of University of Wisconsin – Madison.

Mr. Cheung was appointed as an independent non-executive Director on 11 May 2017. He has been serving as the chief technology officer at WeShare (Shenzhen) Limited since December 2017. Mr. Cheung successively worked in University of Wisconsin Hospital and Clinics in the United States of America, Ministry of Social Services in Canada, Modatech Systems Inc. in Canada, Cheung Simon and Associates in the United States of America as a program analyst, a database administrator and the managing partner etc. from September 1988 to October 2007. He served as a senior manager at Oracle Limited (Hong Kong) from November 2007 to August 2009. He served as the deputy general manager at China Ping An Insurance (Group) Co., Ltd. from August 2009 to November 2012. He served as the IT architectural planning director at SF Express (Group) Co., Ltd. from November 2012 to June 2014. He served as the deputy general manager at Shenzhen Qianhai Webank Co., Ltd. from June 2014 to December 2015. He served as the chief information officer at Shenzhen Qianhai Dashu Financial Services Co., Ltd. from February 2016 to December 2017.

Ms. Fang Qiaoling, aged 42, holds a doctorate degree in management from Renmin University of China, and is a professor.

Ms. Fang has been a professor of Management College of Ocean University of China since December 2013. Ms. Fang has been working in Management College of Ocean University of China, successively as a tutor, a lecturer and an associate professor etc. since July 1999. During the period, she was a visiting scholar of Drexel University in the United States of America from August 2014 to August 2015.

Ms. Fang has been an independent director of Triangle Tire Co., Ltd. since July 2017. Ms. Fang has been a council member of the Finance Cost Branch of Accounting Society of China since 2010 and has been an executive council member of Business Accounting Society of Qingdao since 2012. She has been a council member of Auditing Education Branch of China Audit Society since October 2017.

The Bank will enter into a service contract with each independent non-executive Director. During his/her tenure as an independent non-executive Director of the Bank, he/she will receive independent non-executive Director allowance of RMB120,000 per year and a subsidy of RMB5,000 for each meeting attended. These allowance and subsidy are determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid allowance and subsidy, each independent non-executive Director will not receive any other remuneration from the Bank.

Save as disclosed above, each independent non-executive Director has not held any directorship in any public companies whose securities are listed on any securities market in Hong Kong or overseas during the past three years, nor held any other position in the Bank or its subsidiaries. Each independent non-executive Director does not have any relationship with any other Directors, Supervisors, members of senior management, substantial Shareholders or controlling Shareholders of the Bank, or any interests in the Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

Save as disclosed in this announcement, each independent non-executive Director does not have any other information that is required to be disclosed under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor any other matters that are required to be disclosed under the abovementioned rule at present or in the past. Save as disclosed above, there is no other matter that needs to be brought to the attention of the Shareholders.

Save for the adjustments pursuant to the requirements of the relevant policies and regulations, the Directors of the seventh session of Board shall have a term of three years, effective from the date of approval at the AGM. The qualification of Mr. Deng Youcheng and Ms. Fang Qiaoling shall be approved by the Qingdao CBRC. Mr. Wang Zhuquan will continue performing the duty of an independent non-executive Director before Ms. Fang Qiaoling's qualification is approved.

The Directors of the sixth session of the Board, namely Mr. Wang Jianhui and Mr. Wang Zhuquan, confirm that they have no disagreement with the Board of Directors and there is no other matter that needs to be brought to the attention of the Shareholders.

The Bank would like to take this opportunity to express its sincere appreciation to Mr. Wang Jianhui and Mr. Wang Zhuquan for their contributions in respect of enhancing the Bank's strategic leadership and risk management during their terms of office.

ELECTION OF SUPERVISORS OF THE SEVENTH SESSION OF THE BOARD OF SUPERVISORS

At the AGM, Mr. Zhang Lanchang (“**Mr. Zhang**”) was appointed as a Shareholder Supervisor of the seventh session of the Board of Supervisors. Mr. Wang Jianhua (“**Mr. Wang**”), Mr. Fu Changxiang (“**Mr. Fu**”) and Mr. Hu Yanjing (“**Mr. Hu**”) were appointed as external Supervisors of the seventh session of the Board of Supervisors.

Biographies of the Shareholder Supervisor and external Supervisors of the seventh session of the Board of Supervisors are as follows:

Mr. Zhang Lanchang, aged 53, obtained an EMBA degree from Shanghai University of Finance and Economics and is a senior engineer.

Mr. Zhang has been a member of the Party Committee and the deputy general manager of Qingdao Huatong State-owned Capital Operation (Group) Co., Ltd. since September 2014. Mr. Zhang successively held various positions in Qingdao Turbine Plant and Qingdao Jieneng Power Group from July 1987 to April 2000, including deputy director of the office, secretary of the Youth League Committee, chairman of the labor union, and deputy general manager. He served successively as the director of the Party Committee office and administration office, organization director and deputy general manager of Qingdao Machinery Industry Corporation from April 2000 to May 2011, during which he concurrently served as the director of Qingdao Shipyard and general manager of Qingdao Yangfan Shipbuilding Co., Ltd.. From May 2011 to March 2015, he served as the deputy secretary of the Party Committee and deputy director of Qingdao Collective Enterprise Cooperative Society. He concurrently served as the secretary of the Party Committee and director of Qingdao Collective Enterprise Cooperative Society, secretary of the Party Committee, chairman and general manager of Qingdao Huatong Military Investment Co., Ltd., secretary of the Party Committee and chairman of Qingdao Textile Co., Ltd. and the secretary of the Party Committee and chairman of Qingdao Huatong Asset Management Co., Ltd. since March 2015.

Mr. Wang Jianhua, aged 64, obtained a master's degree in economics majoring in monetary banking from Xiamen University and is a senior economist and certified accountant.

Mr. Wang was appointed as our external Supervisor on 10 April 2015 and has been a retired cadre of China Cinda Asset Management Co., Ltd. since December 2014. Mr. Wang successively served as the deputy chief of the planning division, chief of the credit division, general manager of the international business department, head of the regional center sub-branch, general manager of the trust investment company, chief of the finance and accounting division and deputy head of the Jiangxi branch of China Construction Bank from August 1983 to March 1998, during which he studied at the Graduate School of Xiamen University, majoring in monetary banking from September 1994 to June 1997. Mr. Wang was the head of the Qingdao branch of China Construction Bank from March 1998 to July 1999. From August 1999 to August 2007, he held various positions in China Cinda Asset Management Co., Ltd., including the director of the Shenzhen office, person-in-charge of business innovation team and supervisor of First State Cinda Fund. He was a director of Happy Life Insurance Co., Ltd. from August 2007 to December 2014.

Mr. Fu Changxiang, aged 46, obtained a bachelor's degree in economics majoring in national economy management from Lanzhou University and is a senior accountant, PRC Certified Public Accountant and PRC Certified Tax Agent.

Mr. Fu was appointed as our external Supervisor on 10 April 2015 and has been working as a deputy general manager in Qingdao Ruize Certified Tax Agents Firm Co., Ltd. since November 1997. Mr. Fu worked at Sinotruk Qingdao Heavy Industry Co., Ltd. from July 1993 to November 1997. He has been serving as the chief accountant in Qingdao Xinyongda Accounting Firm Co., Ltd. since July 2003.

Mr. Hu Yanjing, aged 58, obtained a doctorate degree in agronomy majoring in fishery resources from Ocean University of China and is a professor.

Mr. Hu was appointed as our external Supervisor on 10 April 2015 and has been the associate editor of the “Oriental Forum” since August 2013. Mr. Hu worked at the Party School under Gansu Provincial Committee of the Communist Party of China from July 1984 to August 1993. He studied at the Department of Economics of Lanzhou University from August 1993 to July 1996. Mr. Hu has been working at Qingdao University since July 1996 and successively served as the deputy dean of International Finance College and School of Economics as well as the dean of the International College. He concurrently served as the deputy director of the society of Shandong University Journals since 2014.

The Bank will enter into service contracts with each of the above Shareholder Supervisor and external Supervisors. During his term of office as a Shareholder Supervisor of the Bank, the Shareholder Supervisor will be entitled to receive the allowance of RMB56,000 per annum and subsidy of RMB3,500 per attendance for attending meetings of the Bank. During his term of office as an external Supervisor of the Bank, the external Supervisor will be entitled to receive the allowance of RMB84,000 per annum and subsidy of RMB3,500 per attendance for attending meetings of the Bank. Such allowance and subsidy have been determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid allowance and subsidy, the Shareholder Supervisor and external Supervisors will not receive any other remuneration from the Bank.

Save as disclosed above, each of the above Shareholder Supervisor and external Supervisors has not held any directorship in any public companies whose securities are listed on any securities market in Hong Kong or overseas during the past three years, nor held any other position in the Bank or its subsidiaries. Each of the above Shareholder Supervisor and external Supervisors does not have any relationship with any other Directors, Supervisors, members of senior management, substantial Shareholders or controlling Shareholders of the Bank or has any interest in any shares of the Bank within the meaning under Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

Save as disclosed in this announcement, each of the above Shareholder Supervisor and external Supervisors does not have any other information that is required to be disclosed under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor any matters that are required to be disclosed under the abovementioned rules at present or in the past. Save as disclosed above, there is no other matter that needs to be brought to the attention of the Shareholders.

Save for the adjustment pursuant to the requirements of the relevant applicable policies and regulations, the Supervisors of the seventh session of the Board of Supervisors shall have a term of three years, effective from the date of approval at the AGM.

The Supervisor of the sixth session of the Board of Supervisors, namely Mr. Sun Guoliang, confirms that he has no disagreement with the Board of Directors and the Board of Supervisors and there is no other matter that needs to be brought to the attention of the Shareholders.

The Bank would like to take this opportunity to express its sincere appreciation to Mr. Sun Guoliang for his contribution in respect of enhancing the supervisory functions of the Board of Supervisors during his term of office.

As the proposed A Share Offering is subject to certain precedent conditions, the proposed A Share Offering may or may not proceed. The Shareholders and potential investors are advised to exercise caution when dealing with H Shares.

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

Shandong, the PRC, 15 May 2018

As at the date of this announcement, the Board of Directors comprises Mr. Guo Shaoquan, Mr. Wang Lin, Mr. Yang Fengjiang and Ms. Lu Lan as executive directors; Mr. Zhou Yunjie, Mr. Rosario Strano, Ms. Tan Lixia, Mr. Marco Mussita and Mr. Choi Chi Kin, Calvin as non-executive directors; Mr. Wang Zhuquan, Mr. Wong Tin Yau, Kelvin, Mr. Chen Hua, Ms. Dai Shuping and Mr. Simon Cheung as independent non-executive directors.

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