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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)**

**CHANGES IN SHARES UNDER A SHARE RIGHTS ISSUE  
AND  
LISTING ANNOUNCEMENT OF A RIGHTS SHARES**

This announcement is made by Bank of Qingdao Co., Ltd. (the “**Bank**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Bank dated 29 December 2021 (the “**Announcement**”), in relation to, among others, the proposed Rights Issue. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

**SPECIAL NOTICE:**

1. The number of new A Shares under A Share Rights Issue is 781,754,230 Shares;
2. The issue price of A Share Rights Issue is RMB3.20 per Share;
3. The listing and circulation date of the new A Shares under A Share Rights Issue is 28 January 2022;
4. The Bank, CITIC Securities Co., Ltd. (“**CITIC Securities**”, “**Sponsor**” or “**Sponsor (Joint Lead Underwriter)**”), China International Capital Corporation Limited, Zhongtai Securities Co., Ltd. and China Merchants Securities Co., Ltd. (collectively “**Joint Lead Underwriters**”) hereby remind investors to refer to the full text of the A Share Rights Issue Prospectus and the related documents, which were published on the website of CNINFO at [www.cninfo.com.cn](http://www.cninfo.com.cn) on 30 December 2021, for any information not contained in this announcement.

## **I. BASIC INFORMATION OF THE BANK**

Company name	Bank of Qingdao Co., Ltd.
Registered address	Building No. 3, No. 6 Qinling Road, Laoshan District, Qingdao, Shandong Province
Office address	No. 6 Qinling Road, Laoshan District, Qingdao, Shandong Province
Registered capital before issuance	RMB4,509,690,000
Legal representative	Guo Shaoquan
Industry	Finance
Principal business	Intake deposits from public; provide short-term, mid-term and long-term loans; conduct domestic and overseas settlements; conduct acceptance, discounting and inter-bank discounting of notes; issue financial bonds; issue, cash-in, underwrite government bonds and financial bonds as agent; trade government bonds, notes of central banks, financial bonds, corporate bonds, mid-term notes, short-term financing coupons and other bonds issued and circulated in the national interbank bond market; participate in interbank lending and borrowing and interbank deposit businesses; perform foreign exchange trading as agent; carry out the foreign exchange settlement and sales businesses; engage in bank card business; provide letter of credit service and guarantee; perform receipt and payment, insurance business as agent as well as other agency services including funds and sales of precious metals; provide safe deposit box service; wealth management business; bond settlement agency business and the Fixed Deposits Business of Commercial Banks for Cash Management of Central Treasury; other businesses approved by the relevant national regulatory authorities.
Place of listing	The Shenzhen Stock Exchange (“SZSE”), The Stock Exchange of Hong Kong Limited
Secretary to the Board	Lu Lan
Telephone	40066 96588 ext. 6
Fax	0532-8578 3866
Email	ir@qdbankchina.com

## II. ISSUANCE OF A RIGHTS SHARES

1. Issuance type: Rights Issue to existing A Shareholders
2. Brief description of relevant procedures and issuance process performed for the issuance of A Rights Shares: the proposal for Rights Issue has been considered and approved at the 42nd meeting of the seventh session of the Board held on 26 February 2021, and has been considered and approved at the 2021 First EGM, the 2021 First A Share Class Meeting and the 2021 First H Share Class Meeting held on 26 March 2021. The application for A Share Rights Issue has been reviewed and approved at the 128th working meeting in 2021 of the 18th session of the Public Offering Review Committee of the CSRC on 29 November 2021, and the approval has been obtained, i.e. the Approval in respect of the Rights Issue of Bank of Qingdao Co., Ltd. (Zheng Jian Xu Ke [2021] No. 3932) (《關於核准青島銀行股份有限公司配股的批覆》(證監許可[2021]3932號)) from the CSRC on 14 December 2021.

The target subscribers for the A Share Rights Issue were all A Shareholders of the Bank whose names appear on the register of members of the Bank, as maintained by the Shenzhen branch of CSDCC after the trading hours of the SZSE on 4 January 2022. The price of A Share Rights Issue was determined by using market discount method based on the trading conditions of A Shares and H Shares in the market prior to the publication of the issuance announcement. The final price of Rights Issue was determined through negotiation between those authorized person(s) by the Board and the Sponsor (underwriters) with reference to the market conditions before the issuance. The prices of A Share Rights Issue and H Share Rights Issue were the same after exchange rate adjustments.

3. Time of issuance: A Share Rights Issue Record Date was 4 January 2022 (R day), and the payment time for A Share Rights Issue was from 5 January 2022 (R+1 day) to 11 January 2022 (R+5 day).
4. Form of issuance: online pricing and issuance through the trading system of the SZSE.
5. Number of Shares issued: the actual number of Shares issued was 781,754,230 and the number of Shares can be listed and circulated is 781,754,230.
6. Issue price: RMB3.20 per Share. Pricing principles were:
  - (1) with reference to the valuation indicators including the stock price, P/E ratios and P/B ratios of the Bank in the secondary market, and taking into account factors such as the development of the Bank and the interests of the Shareholders;
  - (2) the core tier-one capital needs of the Bank for the next three years;
  - (3) following the principles negotiated and determined between the Bank and the Sponsor (Joint Lead Underwriter).
7. Total proceeds (including issuance expenses): RMB2,501,613,536.00

8. Issuance expenses: total issuance expenses of the A Share Rights Issue were RMB20,119,721.39 (excluding value-added tax, including underwriting and sponsoring fees, legal fees, accounting fees, information disclosure fees, issuance processing fees, etc.).
9. Net proceeds (after deducting issuance expenses): RMB2,481,493,814.61
10. Verification of the proceeds received conducted by accounting firm: the proceeds received from the issuance were verified by KPMG Huazhen LLP on 13 January 2022, which issued the Capital Verification Report of Bank of Qingdao Co., Ltd. (KPMG Huazhen Yan Zi No. 2200493) (《青島銀行股份有限公司驗資報告》(畢馬威華振驗字第2200493號)).
11. Set up of the special account for proceeds and the signing of the tripartite supervision agreement: the Bank signed the Supervisory Agreement for the Deposit of the Proceeds (《募集資金專戶存儲監管協議》) with CITIC Securities on 13 January 2022, and has opened a special account for proceeds in the business department of the Bank's headquarters with account name: Bank of Qingdao Co., Ltd. and account number: 802010201703469.
12. Registration and custody of new Shares: the Bank has completed the registration and custody procedures for the new Shares under the A Share Rights Issue at the Shenzhen branch of CSDCC on 19 January 2022.
13. Subscription of Shares by target subscribers: Qingdao Haier Industrial Development Co., Ltd., Qingdao Haier Air-Conditioner Electronics Co., Ltd., Haier Smart Home Co., Ltd., Qingdao Haier Mold Co., Ltd., Qingdao Haier Tooling Development Co., Ltd., Qingdao Manniq Intelligent Technology Co., Ltd. (青島曼尼科智能科技有限公司) (formerly known as Qingdao Haier Robot Co., Ltd.), Qingdao Haier Air-Conditioner Co., Ltd. and Qingdao Haier Special Refrigerator Co., Ltd., Qingdao Conson Industrial Co., Ltd., Qingdao Guoxin Capital Investment Co., Ltd. have fulfilled their undertakings to fully subscribe for the available A Rights Shares determined according to the proposal for A Share Rights Issue.

### **III. LISTING OF NEW SHARES UNDER A SHARE RIGHTS ISSUE**

1. Approval of listing of the new Shares: 781,754,230 ordinary A Shares denominated in RMB allotted under the Bank's A Share Rights Issue will be listed on 28 January 2022 upon the approval of the SZSE.
2. Stock abbreviation: Bank of Qingdao; stock code: 002948; place of listing: SZSE
3. Time of listing of the new Shares: 28 January 2022

4. Lock-up arrangement of the new Shares: according to the Interim Measures for the Equity Management of Commercial Banks (Order No. 1 in 2018 of the China Banking Regulatory Commission) (《商業銀行股權管理暫行辦法》(中國銀行業監督管理委員會令2018年第1號)), Qingdao Haier Industrial Development Co., Ltd., Qingdao Haier Air-Conditioner Electronics Co., Ltd., Haier Smart Home Co., Ltd., Qingdao Haier Mold Co., Ltd., Qingdao Haier Tooling Development Co., Ltd., Qingdao Manniq Intelligent Technology Co., Ltd. (formerly known as Qingdao Haier Robot Co., Ltd.), Qingdao Haier Air-Conditioner Co., Ltd. and Qingdao Haier Special Refrigerator Co., Ltd., Qingdao Conson Industrial Co., Ltd., Qingdao Guoxin Capital Investment Co., Ltd. and Qingdao Hairen Investment Co., Ltd. shall not transfer their subscribed Shares for five years (i.e. from 28 January 2022 to 27 January 2027) from the date of acquisition of the A Rights Shares, except for special circumstances such as risk disposal measures approved by the CBIRC or its agencies, transfer ordered by the CBIRC or its agencies, transfer involved in judicial enforcement or transfer among different entities controlled by the same investor.

#### IV. CHANGES IN SHARES UNDER A SHARE RIGHTS ISSUE AND THE IMPACT THEREOF

##### 1. Table of Changes in Shares

Upon the completion of the A Share Rights Issue, the Bank has a total of 3,528,409,250 A Shares. The equity distribution of the Bank satisfies the conditions of listing.

*Unit: Share*

Item	Before the issuance of A Rights Shares	Number of issued Shares unlocked before the listing of A Rights Shares as of 17 January 2022	Actual number of Shares issued under A Share Rights Issue	Total changes (+, -)	After the issuance of A Rights Shares
<b>I. Shares subject to lock-up arrangement</b>	2,141,602,419	-1,631,288,859	-	-1,631,288,859	510,313,560
<b>II. Shares not subject to lock-up arrangement</b>	2,368,087,581	+1,631,288,859	+781,754,230	+2,413,043,089	4,781,130,670
Ordinary Shares in RMB (including lock-up Shares of Directors, Supervisors and senior management)	605,052,601	+1,631,288,859	+781,754,230	+2,413,043,089	3,018,095,690
Overseas listed foreign Shares	1,763,034,980	-	-	-	1,763,034,980
<b>III. Total number of Shares</b>	<b>4,509,690,000</b>	<b>-</b>	<b>+781,754,230</b>	<b>+781,754,230</b>	<b>5,291,444,230</b>

*Notes:*

- The number of Shares before the issuance of A Rights Shares is the data as of 4 January 2022, and the number of Shares after the issuance of A Rights Shares is the data as of the date of this announcement.
- As of the date of this announcement, the H Share Rights Issue of the Bank has not yet been completed. Upon the completion of the A Share Rights Issue and the H Share Rights Issue, the Bank will announce the final table of changes in Shares in a timely manner.

## 2. Table of Shareholdings of the Top Ten A Shareholders before and after the Issuance of A Rights Shares

The Bank has no controlling Shareholder or actual controller. The A Share Rights Issue and the H Share Rights Issue were implemented by the Bank.

As of the date of this announcement, the Bank has completed the A Share Rights Issue and the H Share Rights Issue is in progress. Upon completion of the H Share Rights Issue, the Bank will announce the latest shareholdings of the top ten Shareholders on a full basis of A Shares and H Shares in a subsequent announcement.

Before and after the issuance of A Rights Shares, the shareholdings of the top ten A Shareholders are as follows:

No.	Name of A Shareholder	Before the Rights Issue (as of 4 January 2022)		After the A Share Rights Issue	
		Number of Shares held (Share)	Shareholding percentage	Number of Shares held (Share)	Shareholding percentage
1	Haier Group Corporation (海爾集團公司) (in aggregate)	812,214,572	18.01%	1,055,878,943	19.95%
2	Qingdao Conson Development (Group) Co., Ltd. (青島國信發展(集團)有限責任公司) (in aggregate)	503,556,841	11.17%	654,623,893	12.37%
3	Shandong Sanliyuan Economics and Trade Co., Ltd. (山東三利源經貿有限公司)	152,170,000	3.37%	197,821,000	3.74%
4	Qingdao Hairen Investment Co., Ltd. (青島海仁投資有限責任公司)	133,910,000	2.97%	174,083,000	3.29%
5	Qingdao China Prosperity State-owned Capital Operation (Group) Co., Ltd. (青島華通國有資本運營(集團)有限責任公司)	94,967,581	2.11%	123,457,855	2.33%
6	Qingdao Jifa Group Co., Ltd. (青島即發集團股份有限公司)	90,936,164	2.02%	118,217,013	2.23%
7	Shanghai Jiacheng Investment Management Co., Ltd. (上海嘉誠投資管理有限公司)	77,276,328	1.71%	77,276,328	1.46%
8	Guosen Securities Company Limited (國信證券股份有限公司)	52,540,225	1.17%	68,302,292	1.29%
9	Qingdao Bright Mountain Industries Co., Ltd. (青島貝蒙特實業有限公司)	34,682,270	0.77%	45,086,951	0.85%
10	Qingjian Group Co., Ltd. (青建集團股份公司)	32,121,818	0.71%	41,758,363	0.79%

Notes:

- In the table above, the shareholding percentage before the Rights Issue = the number of Shares held by the Shareholders before the Rights Issue/the total number of A Shares and H Shares of the Bank before the Rights Issue; the shareholding percentage after the A Share Rights Issue = the number of Shares held by the Shareholders after the A Share Rights Issue/(the number of A Shares of the Bank after the A Share Rights Issue + the number of H Shares of the Bank before the H Share Rights Issue);
- Upon completion of the A Share Rights Issue, the shareholdings of the 8 enterprises under Haier Group Corporation are as follows: 532,601,341 Shares held by Qingdao Haier Industrial Development Co., Ltd., 284,299,613 Shares held by Qingdao Haier Air-Conditioner Electronics Co., Ltd., 188,886,626 Shares held by Haier Smart Home Co., Ltd., 22,420,672 Shares held by Qingdao Haier Mold Co., Ltd., 16,305,943 Shares held by Qingdao Haier Tooling Development Co., Ltd., 7,745,322 Shares held by Qingdao Manniq Intelligent Technology Co., Ltd. (formerly known as Qingdao Haier Robot Co., Ltd.), 2,412,951 Shares held by Qingdao Haier Air-Conditioner Co., Ltd. and 1,206,475 Shares held by Qingdao Haier Special Refrigerator Co., Ltd.; the shareholdings of the 2 enterprises under Qingdao Conson Development (Group) Co., Ltd. are as follows: 654,623,243 Shares held by Qingdao Conson Industrial Co., Ltd. and 650 Shares held by Qingdao Guoxin Capital Investment Co., Ltd.

### 3. Shareholdings of Directors, Supervisors and Senior Management in the Bank

Name	Position(s)	Number of Shares held before the issuance of the A Rights Shares (Share)	Number of Shares held after the issuance of the A Rights Shares (Share)
GUO Shaoquan (郭少泉)	Chairman, executive Director	500,000	650,000
TAN Lixia (譚麗霞)	Non-executive Director	375	487
WANG Lin (王麟)	Executive Director, President	500,000	650,000
YANG Fengjiang (楊峰江)	Chairman of the Board of Supervisors, employee Supervisor	500,000	650,000
WANG Yu (王瑜)	Vice President	500,000	650,000
CHEN Shuang (陳霜)	Vice President	350,000	455,000
LU Lan (呂嵐)	Executive Director, Secretary to the Board	380,000	494,000
MENG Xianzheng (孟憲政)	Employee Supervisor	370,301	481,391

### 4. Impact of Changes in Shares on Major Financial Indicators

Net assets per Share after the issuance: RMB5.15 per Share (calculated by dividing the unaudited equity attributable to the ordinary Shareholders of the Bank as of the end of December 2021 plus the net proceeds from the issuance by the total Share capital after the issuance).

Earnings per Share after the issuance: RMB0.46 per Share (calculated by dividing the unaudited net profit attributable to the Shareholders of the Bank (after deducting the dividends on preference Shares distributed during the period) for 2021 by the total Share capital after the issuance).



## **V. RELEVANT INSTITUTIONS IN RELATION TO THE ISSUANCE AND LISTING OF NEW SHARES UNDER THE A SHARE RIGHTS ISSUE**

### **(I) Sponsor (Joint Lead Underwriter)**

Name: CITIC Securities Co., Ltd.  
Legal representative: Zhang Youjun  
Sponsor representatives: Wang Chen, Qu Wenting  
Project assistant: Lu Jun  
Managers: Meng Kai, Chen Kai, Yu Da, Wu Lingjun, Liu Yicheng, Xu Li, Wu Ruitao, Gu Jiawei, Gao Jiapeng  
Address: North Tower, Excellence Times Plaza II, No. 8 Zhongxin San Road, Futian District, Shenzhen, Guangdong Province  
Tel.: 010-6083 3640  
Fax.: 010-6083 3504

### **(II) Joint Lead Underwriters**

Name: China International Capital Corporation Limited  
Legal representative: Shen Rujun  
Managers: Chen Wan, Liu Feizhi, Lu Su, Zhu Xiaofei, Wang Jiayu  
Address: 27th and 28th Floor, China World Office 2, No. 1 Jianguomenwai Avenue, Chaoyang District, Beijing  
Tel.: 010-6505 1166  
Fax.: 010-6505 1166

Name: Zhongtai Securities Co., Ltd.  
Legal representative: Li Feng  
Managers: Sun Xiaogang, Guo Qiang, Bai Yifan, Li Junfeng  
Address: Securities Tower, No. 86 Jingqi Road, Jinan  
Tel.: 010-5901 3703  
Fax.: 010-5901 3800

Name: China Merchants Securities Co., Ltd.  
Legal representative: Huo Da  
Managers: Wang Xiao, Ma Jianhong, Zheng Zhi, Hu Yijia, Wang Yang  
Address: No. 111 Fuhua Yi Road, Futian Street, Futian District, Shenzhen, Guangdong Province  
Tel.: 0755-8294 3666  
Fax.: 0755-8294 3100



### **(III) Issuer's Lawyer**

Name:	King & Wood Mallesons
Person-in-charge:	Wang Ling
Managing lawyers:	Gong Mulong, Li Yuanyuan
Address:	18/F East Tower, World Financial Center, 1 Dongsanhuan Zhonglu, Chaoyang District, Beijing
Tel.:	010-5878 5588

### **(IV) Auditor**

Name:	KPMG Huazhen LLP
Executive partner:	Zou Jun
Managing Certified Public Accountants:	Cheng Hailiang, Tang Yinghui, Ma Xin, Wang Lipeng (resigned)
Address:	8th Floor, KPMG Tower, Oriental Plaza, 1 East Chang An Avenue, Dongcheng District, Beijing
Tel.:	010-8508 5000
Fax.:	010-8518 5111

## **VI. RECOMMENDATION OF SPONSOR ON LISTING**

The Bank has signed the Sponsor Agreement between Bank of Qingdao Co., Ltd. (as Issuer) and CITIC Securities Co., Ltd. (as Sponsor) on the Issuance and Listing of A Rights Shares under Rights Issue of Public Issuance of Securities (《青島銀行股份有限公司(作為發行人)與中信証券股份有限公司(作為保薦機構)關於配股公開發行證券之A股配股發行並上市保薦協議》) with CITIC Securities. The designated Sponsor representatives of CITIC Securities are Wang Chen and Qu Wenting.

Upon careful verification, CITIC Securities Co., Ltd., the Sponsor, believes that: the application of Bank of Qingdao Co., Ltd. as issuer for new Shares listing under A Share Rights Issue is in line with the relevant provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Administration Measures for Issuance of Securities by Listed Companies, the Rules Governing the Listing of Shares on the Shenzhen Stock Exchange and other relevant laws and regulations. The new Shares issued under the A Share Rights Issue satisfy the conditions for listing on the SZSE. CITIC Securities Co., Ltd. agrees to recommend the listing and dealing of new Shares under the A Share Rights Issue of Bank of Qingdao Co., Ltd., and assume the Sponsor's liability relating thereto.

## VII. OTHER SIGNIFICANT MATTERS

Save as the disclosed matters, there is no any other significant event that may have a larger impact on the Bank from the publication date of the A Share Rights Issue Prospectus to the date of this announcement.

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

Qingdao, Shandong Province, the PRC  
26 January 2022

*As at the date of this announcement, the Board comprises Mr. Guo Shaoquan, Mr. Wang Lin, Mr. Liu Peng 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. Simon Cheung, Ms. Fang Qiaoling, Mr. Tingjie Zhang, Mr. Xing Lecheng and Mr. Zhang Xu 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 on banking and/or deposit-taking business in Hong Kong.*