



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Bank of Qingdao Co., Ltd.

Date Submitted: 09 February 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Class H	Listed on SEHK (Note 1)	Yes	
Stock code	03866	Description				
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	1,763,034,980		RMB	1	RMB	1,763,034,980
Increase / decrease (-)					RMB	
Balance at close of the month	1,763,034,980		RMB	1	RMB	1,763,034,980

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	002948	Description	Listed on the Shenzhen Stock Exchange			
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	2,746,655,020		RMB	1	RMB	2,746,655,020
Increase / decrease (-)	781,754,230				RMB	781,754,230
Balance at close of the month	3,528,409,250		RMB	1	RMB	3,528,409,250

Total authorised/registered share capital at the end of the month: RMB 5,291,444,230

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Class H	Listed on SEHK (Note 1)	Yes	
Stock code	03866	Description				
Balance at close of preceding month		1,763,034,980				
Increase / decrease (-)						
Balance at close of the month		1,763,034,980				

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	002948	Description	Listed on the Shenzhen Stock Exchange			
Balance at close of preceding month	2,746,655,020					
Increase / decrease (-)	781,754,230					
Balance at close of the month	3,528,409,250					

3. Type of shares	Preference shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	04611	Description	U.S. \$1,203,000,000 5.50% Non-Cumulative Perpetual Offshore Preference Shares			
Balance at close of preceding month	60,150,000					
Increase / decrease (-)						
Balance at close of the month	60,150,000					

Remarks:

The preference shares will not be counted into the registered share capital of the Bank.

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable		Ordinary shares		Class of shares		Class H		Shares issuable to be listed on SEHK (Note 1)		Yes			
Stock code of shares issuable (if listed on SEHK) (Note 1)				03866									
Description of the Convertibles		Currency	Amount at close of preceding month		Movement during the month		Amount at close of the month		No. of new shares of issuer issued during the month pursuant thereto (C)		No. of new shares of issuer which may be issued pursuant thereto as at close of the month		
1).	Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Offshore Preference Shares	USD	1,203,000,000				1,203,000,000		0		1,960,536,176		
Type of convertibles		Preference Shares											
Stock code of the Convertibles (if listed on SEHK) (Note 1)		04611											
Subscription/Conversion price		HKD		4.76									
General Meeting approval date (if applicable)		15 March 2017											

Total C (Ordinary shares Class H): 0

Remarks:

-For calculation of the number of new shares of issuer which may be issued pursuant thereto as at the close of the month, please see Remark 2.

-The initial conversion price is HK\$4.76 per H Share, subject to adjustment.

- The amount of the offshore preference shares is calculated based on the number of the offshore preference shares and the issuance price of each offshore preference share. The offshore preference shares have a par value of RMB100 each and issued as fully paid up in U.S. dollars. The issuance price of the offshore preference share is U.S.\$20 each.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Class A	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	No	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)						
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Rights issue	RMB	3.2	28 January 2022	26 March 2021	781,754,230	0

Total E (Ordinary shares Class A): 781,754,230

Total increase / decrease (-) in Ordinary shares Class H during the month (i.e. Total of A to E)	<u>0</u>
Total increase / decrease (-) in Ordinary shares Class A during the month (i.e. Total of A to E)	<u>781,754,230</u>

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks:

1. As the Bank is incorporated in the People's Republic of China, the concept of "authorised share capital" is not applicable. The information contained in section I refers to the "issued share capital".
2. The initial conversion price of the offshore preference shares is HK\$4.76, which is equal to the net asset value per share as at 30 June 2016 disclosed in the Bank's 2016 interim report and denominated in Hong Kong dollars, which has been converted with reference to the central parity rate of RMB to Hong Kong dollars used by the interbank foreign exchange market as published by the China Foreign Exchange Trade System on the Trading Day prior to the date of announcement of the Board resolution (i.e. 22 January 2017) in respect of the issuance plan of the Offshore Preference Shares (rounded up to the nearest two decimal places). The number of H shares issuable upon full conversion of the offshore preference shares is equal to the aggregate liquidation preference of all the Offshore preference shares (being U.S.\$20 for each offshore preference share, as converted into Hong Kong dollars at the fixed exchange rate of U.S.\$1.00 to HK\$7.7574) divided by the initial conversion price rounded down to the nearest whole number of H shares.

Submitted by: LU Lan

Title: Director, Secretary to the Board

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. “Identical” means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
 - “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
 - “type of shares issuable” should be construed as “type of shares repurchased”; and
 - “issue and allotment date” should be construed as “cancellation date”
6. In the context of redemption of shares:
 - “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and
 - “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
 - “type of shares issuable” should be construed as “type of shares redeemed”; and
 - “issue and allotment date” should be construed as “redemption date”