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### 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)

(Stock Code: 3866)

# ANNOUNCEMENT ON THE APPROVAL FROM CBRC QINGDAO BUREAU AND CSRC CONCERNING THE ISSUANCE OF OFFSHORE PREFERENCE SHARES

Reference is made to the announcement dated 22 January 2017, the circular dated 16 February 2017, the poll results announcement of the extraordinary general meeting dated 15 March 2017, the announcement dated 24 March 2017, the circular dated 13 April 2017 (the "Circular") and the poll results announcement of the annual general meeting dated 11 May 2017 of Bank of Qingdao Co., Ltd. (the "Bank") in relation to the plan for the Offshore Preference Share Offering of the Bank and other relevant matters. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

Relevant resolutions in relation to the plan for the Offshore Preference Share Offering of the Bank and the authorisation to deal with matters in relation to the issuance of Offshore Preference Shares were considered and approved at the 2017 first extraordinary general meeting, the 2017 first class meeting for H shareholders and the 2017 first class meeting for domestic shareholders of the Bank held on 15 March 2017. The resolutions in relation to the proposed amendments to the Articles of Association of the Bank in respect of the issuance of Offshore Preference Shares were considered and approved at the 2016 annual general meeting of the Bank held on 11 May 2017.

### I. THE APPROVAL FROM CBRC QINGDAO BUREAU CONCERNING THE ISSUANCE OF OFFSHORE PREFERENCE SHARES

On 2 June 2017, the Bank received the "Approval from CBRC Qingdao Bureau Concerning the Issuance of Offshore Preference Shares and Amendments to Relevant Provisions of the Articles of Association by Bank of Qingdao Co., Ltd." (Qing Yin Jian Fu [2017] No. 67) (the "Approval"). The Qingdao Bureau of China Banking Regulatory Commission (the "CBRC Qingdao Bureau") issued its approval in respect of the Bank's non-public issuance of up to 80 million Offshore Preference Shares, which will raise proceeds not exceeding RMB8 billion or its equivalent in foreign currencies and which will be treated as additional Tier-1 capital of the Bank in accordance with relevant regulatory requirements.

Pursuant to the Approval, the revised Articles of Association as approved by CBRC Qingdao Bureau shall take effect on the date of completion of the first tranche of the Offshore Preference Share Offering provided that the first tranche of the Offshore Preference Share Offering will be completed before the A Share Offering. Please refer to the Circular for details of the aforesaid Articles of Association.

## II. THE APPROVAL FROM CSRC CONCERNING THE ISSUANCE OF OFFSHORE PREFERENCE SHARES

On 1 September 2017, the Bank received the "Approval Concerning the Issuance of Offshore Preference Shares by Bank of Qingdao Co., Ltd." (Zheng Jian Xu Ke [2017] No. 1585). The China Securities Regulatory Commission (the "CSRC") granted its approval in respect of the Bank's issuance of up to 80 million Offshore Preference Shares, with a par value of RMB100 per share, which may be listed on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") upon the completion of the Issuance. Furthermore, the CSRC also approved the mandatory conversion of the Offshore Preference Shares into ordinary shares upon the occurrence of certain triggering events and the ordinary shares so converted may be listed on the Hong Kong Stock Exchange.

The Board of Directors of the Bank will deal with the relevant matters in respect of the Offshore Preference Share Offering in accordance with relevant laws and regulations, the requirements set out in the approvals from regulatory authorities including the CBRC Qingdao Bureau and the CSRC and the authorisations granted by the shareholders' meetings of the Bank.

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

Shandong, the PRC, 1 September 2017

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, Mr. WANG Jianhui, 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.