

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)
 (Stock code: 3866)

**PROXY FORM FOR 2016 SECOND EXTRAORDINARY MEETING
 TO BE HELD ON OCTOBER 14, 2016**

No. of H Shares to which this Proxy Form relates ^(Note 1)	
No. of pledged shares in all H Shares held by me	
Percentage of pledged shares in all H Shares held by me	

I/We ^(Note 2) _____
 of _____
 being the registered holder(s) of _____ ^(Note 3)
 H shares with nominal value of RMB1.00 each in the share capital of Bank of Qingdao Co., Ltd. (the "Bank"), hereby appoint the Chairman of the meeting ^(Note 4) or _____
 of _____ to act as
 my/our proxy to attend and vote for me/us and on my/our behalf at the 2016 second extraordinary meeting of the Bank to be held at Conference Hall, 4th Floor, No. 68 Hong Kong
 Middle Road, Shinan District, Qingdao, Shandong Province, the PRC, on Friday, October 14, 2016 or at any adjournment thereof (the "2016 Second EGM") and to exercise all rights
 conferred on proxies under laws, regulations, and the Articles of Association of the Bank. I/We wish my/our proxy to vote as indicated below ^(Note 5) in respect of the resolution to be
 proposed at the 2016 Second EGM.

Ordinary Resolutions	For ^(Note 5)	Against ^(Note 5)	Abstained ^(Note 5)
1. resolution on the three-year dividend return plan after the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
2. resolution on the share price stabilising plan of the Company within three years after the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
3. resolution on the undertakings regarding information disclosure in the prospectus for the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
4. resolution on the dilution of current returns as a result of the initial public offering of the A Shares of Bank of Qingdao Co., Ltd. and the remedial measures			
5. resolution on the status report on the use of previously raised funds as of June 30, 2016			
6. resolution on the amendments to the Rules of Procedure of the General Meeting of Bank of Qingdao Co., Ltd.			
7. resolution on the amendments to the Rules of Procedure of the Board of Directors of Bank of Qingdao Co., Ltd.			
8. resolution on the amendments to the Rules of Procedure of the Board of Supervisors of Bank of Qingdao Co., Ltd.			
9. resolution on the appointment of the Directors of the sixth session of the Board of Directors of Bank of Qingdao Co., Ltd.			
9.1. appointment of Mr. Choi Chi Kin, Calvin as a non-executive Director of the sixth session of the Board of Directors of Bank of Qingdao Co., Ltd.			
9.2. appointment of Ms. Lu Lan as an executive Director of the sixth session of the Board of Directors of Bank of Qingdao Co., Ltd.			
9.3. appointment of Ms. Dai Shuping as an independent non-executive Director of the sixth session of the Board of Directors of Bank of Qingdao Co., Ltd.			
Special Resolutions	For ^(Note 5)	Against ^(Note 5)	Abstained ^(Note 5)
10. resolution on the proposal regarding the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
11. resolution on the use of the proceeds raised from the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
12. resolution on the proposal regarding the distribution of accumulated profit prior to the initial public offering and listing of the A Shares of Bank of Qingdao Co., Ltd.			
13. resolution on the authorisation to handle specific matters regarding the initial public offering and listing of the A Shares			
14. resolution on the amendments to the Articles of Association of Bank of Qingdao Co., Ltd.			

Signature: _____ ^(Note 6) Date: _____

NOTES:

- Please insert the number of H Shares of the Bank registered in your name(s) to which this proxy relates. If a number is inserted, this proxy form will be deemed to relate only to those shares. If no number is inserted, the proxy form will be deemed to relate to all H Shares of the Bank registered in your name(s) (whether alone or jointly with others).
- Please insert full name(s) and address(es) as registered in the register of members in **BLOCK CAPITALS**.
- Any shareholder entitled to attend and vote at the 2016 Second EGM is entitled to appoint one or more persons to attend and vote on his/her behalf at the 2016 Second EGM. A proxy need not be a member of the Bank but must be present in person at the 2016 Second EGM to represent you. As far as all joint shareholders of any shares are concerned, only the joint shareholder whose name appears first in the share register of members has the right to receive the share certificate 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 share register of members in respect of the joint shareholding.
- If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the meeting" and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED "AGAINST". IF YOU WISH TO VOTE ABSTAINED THE RESOLUTION, TICK THE BOX MARKED "ABSTAINED".** The shares abstained will be counted towards the total vote count in the calculation of the required majority. If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the 2016 Second EGM other than those referred to in the notice convening the 2016 Second EGM.
- The instrument appointing a proxy must be in writing under the hand of the shareholder or his/her attorney duly authorised in writing. For a corporate shareholder, the proxy must be affixed with the common seal or signed by its director or attorney duly authorised in writing.
- For H Shareholder(s) who wish to attend the 2016 Second EGM, this form of proxy (together with a notarially certified copy of the power of attorney or other authority (if any) if this form of proxy is signed by a person on behalf of the appointor) must be returned to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the 2016 Second EGM or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the 2016 Second EGM if you so wish.

* Bank of Qingdao Co., Ltd. is not an authorized 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 authorized to carry out banking/deposit-taking business in Hong Kong.