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## **中国人民保险集团股份有限公司**

**THE PEOPLE'S INSURANCE COMPANY (GROUP) OF CHINA LIMITED**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1339)**

### **NOTICE OF THE 2019 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2019 annual general meeting (the “AGM”) of The People’s Insurance Company (Group) of China Limited (the “**Company**”) will be held at No. 28 Qinghua Road (W), Haidian District, Beijing on 23 June 2020 (Tuesday) at 2:30 p.m. for the purposes of considering and, if thought fit, passing the following resolutions:

#### **ORDINARY RESOLUTIONS**

1. To consider and approve the resolution on the report of the Board of Directors for the year 2019
2. To consider and approve the resolution on the report of the Board of Supervisors for the year 2019
3. To consider and approve the resolution on the final financial accounts for the year 2019
4. To consider and approve the resolution on the profit distribution for the year 2019
5. To consider and approve the resolution on the budget of fixed asset investment for the year 2020
6. To consider and approve the resolution on the engagement of auditor for financial statements and internal control for the year 2020
7. To consider and approve the resolution on the engagement of auditor for financial statements and internal control for the year 2021
8. To consider and approve the resolution on the work report of the independent Directors for the year 2019 and the appraisal of performance
9. To consider and approve the resolution on the amendments to the Procedural Rules for the Board Meetings of The People’s Insurance Company (Group) of China Limited

10. To consider and approve the resolution on the election of Mr. Wang Tingke as executive Director to serve the third session of the Board of Directors of the Company

### **SPECIAL RESOLUTION**

1. To consider and approve the resolution on the grant of a general mandate to the Board of Directors to issue shares

### **AS REPORTING DOCUMENTS**

1. To review the performance report of the Directors for the year 2019
2. To review the report on the related party transactions and the evaluation of internal transactions for the year 2019
3. To review the report on the solvency-related condition of the Group for the year 2019

The above resolutions are set out in the circular for the 2019 annual general meeting of the Company dated 8 May 2020. Unless otherwise stated, terms and expressions defined in the circular shall have the same meanings in this notice.

By order of the Board  
**The People's Insurance Company (Group) of China Limited**  
**Miao Jianmin**  
*Chairman*

8 May 2020

*Notes:*

1. The H Shares register of members of the Company will be closed from 23 May 2020 (Saturday) to 23 June 2020 (Tuesday), both days inclusive, during which period no transfer of H Shares will be effected. Holders of H Shares who intend to attend the AGM must deposit the share certificates together with the transfer documents at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 22 May 2020 (Friday). Holders of H Shares whose names appear on the H Shares register of members of the Company at the close of business on 22 May 2020 (Friday) are entitled to attend and vote at the AGM.
2. If the profit distribution plan for the year 2019 is approved, the final dividend will be paid around 21 August 2020 to the holders of H shares whose names appear on the share register of members of the Company on 7 July 2020 (Tuesday). For the purpose of determining the entitlement of the holders of H shares to the final dividend for 2019, the H share register of members of the Company will be closed from 2 July 2020 (Thursday) to 7 July 2020 (Tuesday) (both days inclusive), during which period no transfer of shares will be registered. In order to be entitled to the final dividend for 2019, holders of H shares must deposit the share certificates together with the transfer documents at the H share registrar of

the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 30 June 2020 (Tuesday).

3. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a Shareholder of the Company but must attend the AGM in person to represent the relevant Shareholder.
4. The instrument appointing a proxy must be in writing and signed by a holder of H Shares or his/her attorney who was duly authorised in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorised attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
5. In order to be valid, the proxy form together with the notarised power of attorney or other authorisation document (if any) must be deposited at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares not less than 24 hours before the time fixed for the holding of the 2019 AGM or any adjournment thereof (as the case may be) (which is 2:30 p.m. on 22 June 2020 (Monday) (or other date in the event of any adjournment thereof)). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at this meeting or any adjournment thereof if he so wishes.
6. Holders of H Shares who intend to attend the 2019 AGM in person or by proxy should deposit the reply slip at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong respectively on or before 3 June 2020 (Wednesday) by hand, by post or by fax (fax no: (852) 2865 0990). Shareholders or their proxies attending the AGM (or any adjournment thereof) shall produce their identity certifications.
7. Pursuant to the Articles of Association of the Company, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of this meeting will be voted on by poll.
8. The AGM is expected to last for half a day. Shareholders (in person or by proxy) attending the AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identity certifications.
9. In the case of joint Shareholders, the vote of the senior 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 on the register of members in respect of the relevant joint holding.
10. **Reminder in relation to pandemic prevention and control:** Considering the impact of the current novel coronavirus pneumonia pandemic, foreign attendees coming to Beijing are reminded to pay attention to the relevant regulations and requirements of pandemic prevention and control in Beijing during the convening of the meeting.

*As at the date of this announcement, the executive directors of the Company are Mr. Miao Jianmin and Mr. Xie Yiqun, the non-executive directors are Mr. Wang Qingjian, Mr. Xiao Xuefeng, Ms. Cheng Yuqin and Mr. Wang Zhibin, and the independent non-executive directors are Mr. Shiu Sin Por, Mr. Ko Wing Man, Mr. Luk Kin Yu, Peter, Mr. Lin Yixiang and Mr. Chen Wuzhao.*