Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



# 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)

# POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING HELD ON 23 JUNE 2020

## CONVENING AND ATTENDANCE OF THE 2019 ANNUAL GENERAL MEETING

The People's Insurance Company (Group) of China Limited (the "**Company**") announces that at the 2019 annual general meeting of the Company held on 23 June 2020 (Tuesday) (the "**AGM**"), the proposed resolutions set out in the notice of the AGM were passed by way of poll. For details of the resolutions considered at the AGM, Shareholders may refer to the notice of the AGM and the circular (the "**Circular**") dated 8 May 2020 issued by the Company. Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular. The poll results are set out below:

	Ordinary Resolutions	No. of shares represented by votes for	No. of shares represented by votes against	No. of shares represented by votes abstain
1.	To consider and approve the resolution on the report of the Board of Directors for the year 2019	36,542,476,366 (99.971456%)	2,355,700 (0.006445%)	8,078,000 (0.022099%)
2.	To consider and approve the resolution on the report of the Board of Supervisors for the year 2019	36,542,476,366 (99.971456%)	2,355,700 (0.006445%)	8,078,000 (0.022099%)
3.	To consider and approve the resolution on the final financial accounts for the year 2019	36,542,476,366 (99.971456%)	2,355,700 (0.006445%)	8,078,000 (0.022099%)
4.	To consider and approve the resolution on the profit distribution for the year 2019	36,552,765,966 (99.999606%)	144,100 (0.000394%)	0 (0.000000%)
5.	To consider and approve the resolution on the budget of fixed asset investment for the year 2020	36,552,746,766 (99.999553%)	162,700 (0.000445%)	600 (0.000002%)

Ordinary Resolutions		No. of shares represented by votes for	No. of shares represented by votes against	No. of shares represented by votes abstain
6.	To consider and approve the resolution on the engagement of auditor for financial statements and internal control for the year 2020	36,551,365,366 (99.995774%)	1,544,700 (0.004226%)	0 (0.000000%)
7.	To consider and approve the resolution on the engagement of auditor for financial statements and internal control for the year 2021	36,551,375,366 (99.995801%)	1,534,700 (0.004199%)	0 (0.000000%)
8.	To consider and approve the resolution on the work report of the independent Directors for the year 2019 and the appraisal of performance	36,542,476,366 (99.971456%)	2,355,700 (0.006445%)	8,078,000 (0.022099%)
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	36,552,737,366 (99.999528%)	172,700 (0.000472%)	0 (0.000000%)
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	36,480,642,805 (99.802294%)	72,267,261 (0.197706%)	0 (0.000000%)

	Special Resolution	No. of shares represented by votes for	No. of shares represented by votes against	No. of shares represented by votes abstain
1.	To consider and approve the resolution on the grant of a general mandate to the Board of Directors to issue shares	35,024,357,251 (95.818246%)	1,528,209,815 (4.180816%)	343,000 (0.000938%)
As Reporting Documents				
1.	To review the performance report of the Directors for the year 2019	N/A	N/A	N/A
2.	To review the report on the related party transactions and the evaluation of internal transactions for the year 2019	N/A	N/A	N/A
3.	To review the report on the solvency- related condition of the Group for the year 2019	N/A	N/A	N/A

The total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the AGM was 44,423,990,583 Shares (of which 8,726,234,000 were H Shares and 35,497,756,583 were A shares of the Company), which is the total number of issued shares of the Company as at the date of the AGM. No Shareholder was required to abstain from voting on the resolution under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Hong Kong Listing Rules**"). There was no Share entitling the holder to attend and abstain from voting in favour of the resolution under Rule 13.40 of the Hong Kong Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolution at the AGM. Shareholders and authorised proxies holding an aggregate of 36,552,910,066 Shares were present at the AGM. The holding of the AGM was in compliance with the Company Law of the PRC and the Articles of Association. In accordance with the requirements of the Hong Kong Listing Rules, the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, was the scrutineer for the vote-taking at the AGM.

#### **RECOMMENDATION OF FINAL DIVIDEND**

The resolution in relation to profit distribution plan for the year 2019 was duly approved by Shareholders at the AGM. For the full context of the resolutions, please refer to the Circular.

The Company will distribute the final dividend for 2019 on or around 21 August 2020 (Friday) to Shareholders whose name were listed on the register of members of the Company on 7 July 2020 (Tuesday). The announced final dividend for 2019 is denominated in RMB, which is RMB1.16 per 10 shares (inclusive of tax), amounting to a total of RMB5.13 billion.

Final Dividend on H shares will be paid in Hong Kong dollars. The applicable exchange rate for calculating the amount of dividend on H shares is HK\$1 = RMB0.914096, being the average middle exchange rate of Hong Kong dollars to Renminbi on the interbank foreign exchange market as announced by the China Foreign Exchange Trade System under the authorisation of the People's Bank of China for the five business days (including 23 June 2020) prior to the date on which the dividend is declared at the AGM.

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 should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:30 p.m. on 30 June 2020 (Tuesday).

For details of withholding and payment of income tax for share dividends, please refer to the Circular.

#### CHANGE IN AUDITORS

References are made to the announcements of the Company dated 29 April 2020 and 19 June 2020 in relation to the appointment of accounting firms for the year 2021. After the conclusion of the 2020 annual general meeting, the terms of Deloitte Touche Tohmatsu Certified Public Accountants LLP and Deloitte Touche Tohmatsu (collectively as "**Deloitte**") as the auditors of the domestic and international financial statements and internal control of the Company respectively for the year 2020 shall expire. The resolution on the engagement of auditor for financial statements and internal control for the year 2021 has been approved and passed at the 2019 annual general meeting, pursuant to which, PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers will succeed Deloitte to serve as the auditor of the domestic financial statements and internal control of the Company for the year 2021, and the auditor of the international financial statements of the Company for the year 2021, respectively, until conclusion of the 2021 annual general meeting.

#### ELECTION OF THE EXECUTIVE DIRECTOR OF THE COMPANY

Following the consideration and approval by the Shareholders of the Company at the AGM, Mr. Wang Tingke has been appointed as the Executive Director of the Company. The qualification of Mr. Wang Tingke as an Executive Director is subject to the approval of the CBIRC, and his appointment shall come into effect when such approval is obtained. Please refer to the Circular for biographical details of Mr. Wang Tingke. As at the date of this announcement, there has been no change of such information.

## On behalf of the Board **The People's Insurance Company (Group) of China Limited Miao Jianmin** *Chairman*

Beijing, the PRC, 23 June 2020

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.