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Sunshine Insurance Group Company Limited

陽光保險集團股份有限公司

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

(Stock Code: 6963)

**POLL RESULTS OF THE EGM, DOMESTIC SHARE CLASS MEETING
AND H SHARE CLASS MEETING HELD ON APRIL 6, 2023
ELECTION OF DIRECTORS OF THE SIXTH SESSION OF
THE BOARD OF DIRECTORS
ELECTION OF SUPERVISORS OF THE SIXTH SESSION OF
THE BOARD OF SUPERVISORS
ELECTION OF CHAIRMAN OF THE BOARD OF DIRECTORS AND
CHAIRMAN OF THE BOARD OF SUPERVISORS
ELECTION OF MEMBERS OF THE COMMITTEES UNDER THE SIXTH
SESSION OF THE BOARD OF DIRECTORS**

References are made to the notice and the circular (the “**Circular**”) of Sunshine Insurance Group Company Limited (the “**Company**”) both dated March 22, 2023. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The EGM, Domestic Share Class Meeting and H Share Class Meeting (collectively, the “**General Meetings**”) were held at Yard 1, Shangtong Avenue, Tongzhou District, Beijing, PRC on Thursday, April 6, 2023. The Company has 12 directors in office, and all directors attended the General Meetings.

POLL RESULTS OF THE EGM

The resolutions at the EGM were put to vote by way of poll and the details of the poll results are set out as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	The resolution on the election of directors of the sixth session of the Board	/		
1.1	To consider and approve the election of Mr. ZHANG Weigong as an executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.2	To consider and approve the election of Mr. ZHAO Zongren as an executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.3	To consider and approve the election of Mr. LI Ke as an executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.4	To consider and approve the election of Mr. PENG Jihai as an executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.5	To consider and approve the election of Mr. WANG Yongwen as an executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.6	To consider and approve the election of Mr. CAI Qiwu as a non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.7	To consider and approve the election of Mr. WANG Jingwei as a non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.8	To consider and approve the election of Mr. CHEN Yong as a non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.9	To consider and approve the election of Ms. QIAN Yiqun as a non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.10	To consider and approve the election of Mr. LIU Zhanqing as an independent non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.11	To consider and approve the election of Mr. GAO Bin as an independent non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.12	To consider and approve the election of Ms. JIA Ning as an independent non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
1.13	To consider and approve the election of Mr. WU Xiaoqi as an independent non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.14	To consider and approve the election of Mr. HONG Qi as an independent non-executive director of the sixth session of the Board	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
2.	The resolution on the election of supervisors of the sixth session of the Board of Supervisors	/		
2.1	To consider and approve the election of Ms. ZHANG Di as the shareholder supervisor of the sixth session of the Board of Supervisors	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
2.2	To consider and approve the election of Ms. WANG Zhe as the external supervisor of the sixth session of the Board of Supervisors	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed as an ordinary resolution.				
SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
3.	The resolution on the application for H Share “Full Circulation” by the Company in respect of domestically unlisted shares	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.				
4.	The resolution on full authorization granted by the General Meetings to the Board and its authorized persons to handle all matters relating to the “Full Circulation” of the Company’s H Shares	9,330,482,500 100.000000%	0 0.000000%	0 0.000000%
As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.				

As at the date of the EGM, the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM was 10,997,772,500. No Shareholders were required under the Listing Rules to abstain from voting on the relevant resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to

vote against or to abstain from voting on any of the resolutions proposed at the EGM. The convening of the EGM was in compliance with the relevant requirements of the Company Law of the People's Republic of China and the Articles of Association.

Shareholders and proxies present at the EGM held a total of 9,330,482,500 Shares, representing 84.839748% of the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM.

POLL RESULTS OF THE DOMESTIC SHARE CLASS MEETING

The resolutions at the Domestic Share Class Meeting were put to vote by way of poll and the details of the poll results are set out as follows:

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	The resolution on the application for H Share "Full Circulation" by the Company in respect of domestically unlisted shares	8,544,320,000 100.000000%	0 0.000000%	0 0.000000%
As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.				
2.	The resolution on full authorization granted by the General Meetings to the Board and its authorized persons to handle all matters relating to the "Full Circulation" of the Company's H Shares	8,544,320,000 100.000000%	0 0.000000%	0 0.000000%
As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.				

As at the date of the Domestic Share Class Meeting, the total number of Shares entitling the holders to attend and vote on the resolutions at the Domestic Share Class Meeting was 9,847,620,000. No Shareholders were required under the Listing Rules to abstain from voting on the relevant resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the Domestic Share Class Meeting as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the Domestic Share Class Meeting. The convening of the Domestic Share Class Meeting was in compliance with the relevant requirements of the Company Law of the People's Republic of China and the Articles of Association.

Shareholders and proxies present at the Domestic Share Class Meeting held a total of 8,544,320,000 Shares, representing 86.765330% of the total number of Shares entitling the holders to attend and vote on the resolutions at the Domestic Share Class Meeting.

POLL RESULTS OF THE H SHARE CLASS MEETING

The resolutions at the H Share Class Meeting were put to vote by way of poll and the details of the poll results are set out as follows:

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
1.	The resolution on the application for H Share “Full Circulation” by the Company in respect of domestically unlisted shares	786,162,500 100.000000%	0 0.000000%	0 0.000000%
	As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.			
2.	The resolution on full authorization granted by the General Meetings to the Board and its authorized persons to handle all matters relating to the “Full Circulation” of the Company’s H Shares	786,162,500 100.000000%	0 0.000000%	0 0.000000%
	As more than two thirds of the votes were cast in favor of the resolution, the resolution was duly passed as a special resolution.			

As at the date of the H Share Class Meeting, the total number of Shares entitling the holders to attend and vote on the resolutions at the H Share Class Meeting was 1,150,152,500. No Shareholders were required under the Listing Rules to abstain from voting on the relevant resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the H Share Class Meeting as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the H Share Class Meeting. The convening of the H Share Class Meeting was in compliance with the relevant requirements of the Company Law of the People’s Republic of China and the Articles of Association.

Shareholders and proxies present at the H Share Class Meeting held a total of 786,162,500 Shares, representing 68.352892% of the total number of Shares entitling the holders to attend and vote on the resolutions at the H Share Class Meeting.

SCRUTINEERS

The Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, Commerce & Finance Law Offices, our PRC legal counsel, four Shareholder representatives and one supervisor representative were appointed as the scrutineers for the purpose of vote-taking at the EGM, Domestic Share Class Meeting and H Share Class Meeting.

ELECTION OF DIRECTORS OF THE SIXTH SESSION OF THE BOARD OF DIRECTORS

Approved by the EGM, Mr. ZHANG Weigong, Mr. ZHAO Zongren, Mr. LI Ke, Mr. PENG Jihai and Mr. WANG Yongwen were appointed as executive directors of the sixth session of the board of directors of the Company, Mr. CAI Qiwu, Mr. WANG Jingwei, Mr. CHEN Yong and Ms. QIAN Yiqun were appointed as non-executive directors of the sixth session of the board of directors of the Company, and Mr. LIU Zhanqing, Mr. GAO Bin, Ms. JIA Ning, Mr. WU Xiaoqiu and Mr. HONG Qi were appointed as independent non-executive directors of the sixth session of the board of directors of the Company. They will form the sixth session of the board of directors of the Company together with Mr. HOU Huisheng, an employee director elected by the Company's employee representatives' meeting on March 16, 2023. Please refer to the Circular for biographies of the directors appointed above and other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules. As at the date of this announcement, there has been no change in such information.

Except that Mr. ZHANG Weigong, Mr. ZHAO Zongren, Mr. LI Ke, Mr. PENG Jihai, Mr. WANG Yongwen, Mr. WANG Jingwei, Mr. LIU Zhanqing, Mr. GAO Bin and Ms. JIA Ning ("**Re-elected Directors**") are incumbent directors, all of the other appointed directors and employee director mentioned above are new directors ("**New Directors**"). The sixth session of the board of directors of the Company shall have a term of three years. The term of office of Re-elected Directors shall commence from the date of approval by the EGM, and shall end when the term of the sixth session of the board of directors expires. They may be re-elected upon expiry of the term of office unless otherwise stipulated by laws and regulations. The term of office of New Directors shall commence from the date when the procedures stipulated in the Articles of Association are completed and their qualifications as directors are approved by Chinese insurance regulatory authority, and shall end when the term of the sixth session of the board of directors expires. They may be re-elected upon expiry of their term of office.

Due to the expiry of term of office, Mr. YUAN Mouzhen will cease to be the non-executive director of the Company from the day when the sixth session of the board of directors is elected by the EGM. Mr. MA Guangyuan and Mr. WANG Jianxin will continue to perform the relevant duties of independent non-executive directors and the chairman and members of special committees under the board of directors until the qualifications of new independent non-executive directors of the Company are approved by Chinese insurance regulatory authority. The board of directors would like to express its sincere thanks to Mr. YUAN Mouzhen, Mr. MA Guangyuan and Mr. WANG Jianxin for their past contributions to the Company.

ELECTION OF SUPERVISORS OF THE SIXTH SESSION OF THE BOARD OF SUPERVISORS

Approved by the EGM, Ms. ZHANG Di was appointed as a shareholder supervisor of the sixth session of the board of supervisors of the Company and Ms. WANG Zhe was appointed as an external supervisor of the sixth session of the board of supervisors of the Company. They will form the sixth session of the board of supervisors of the Company together with Mr. ZHUANG Liang, an employee supervisor elected by the Company's employee representatives' meeting on March 16,

2023. Please refer to the Circular for biographies of the supervisors appointed above and other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules. As at the date of this announcement, there has been no change in such information.

Mr. ZHUANG Liang, Ms. ZHANG Di and Ms. WANG Zhe are all incumbent supervisors of the Company (“**Re-elected Supervisors**”). The sixth session of the board of supervisors shall have a term of three years. The term of office of Re-elected Supervisors shall commence from the day when the procedures stipulated in the Articles of Association are completed, and shall end when the term of the sixth session of the board of supervisors expires. They may be re-elected upon expiry of their term of office.

ELECTION OF CHAIRMAN OF THE BOARD OF DIRECTORS AND CHAIRMAN OF THE BOARD OF SUPERVISORS

On April 6, 2023, it was resolved by the board of directors that Mr. ZHANG Weigong was elected as the chairman of the sixth session of the board of directors of the Company, and Mr. ZHAO Zongren was elected as the vice chairman of the sixth session of the board of directors of the Company.

On April 6, 2023, it was resolved by the board of supervisors that Mr. ZHUANG Liang was elected as the chairman of the sixth session of the board of supervisors of the Company.

ELECTION OF MEMBERS OF THE COMMITTEES UNDER THE SIXTH SESSION OF THE BOARD OF DIRECTORS

On April 6, 2023, it was resolved and selected by the board of directors and committees of the board of directors that the composition of the committees under the sixth session of the board of directors is as follows:

Strategy and Investment Decision Committee

Members: Mr. LI Ke (Chairman), Mr. WU Xiaoqiu*, Mr. PENG Jihai

* *Mr. WU Xiaoqiu will serve as a member after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. MA Guangyuan will perform the duties as a member on his behalf.*

Risk Management Committee

Members: Mr. WANG Yongwen (Chairman), Mr. PENG Jihai, Ms. JIA Ning

Audit Committee

Members: Mr. HONG Qi (Chairman)*, Mr. GAO Bin, Ms. JIA Ning

- * *Mr. HONG Qi will serve as the chairman after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. WANG Jianxin will perform the duties as the chairman on his behalf.*

Nomination and Remuneration Committee

Members: Mr. LIU Zhanqing, Mr. GAO Bin, Mr. WU Xiaoqiu*

- * *Mr. WU Xiaoqiu will serve as a member after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. MA Guangyuan will perform the duties as a member on his behalf.*

Related Party Transactions Control Committee

Members: Mr. GAO Bin (Chairman), Mr. LIU Zhanqing, Mr. HONG Qi*

- * *Mr. HONG Qi will serve as a member after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. WANG Jianxin will perform the duties as a member on his behalf.*

Consumer Rights Protection Committee

Members: Mr. LI Ke (Chairman), Mr. WANG Jingwei, Ms. QIAN Yiqun*

- * *Ms. QIAN Yiqun will serve as a member after Chinese insurance regulatory authority approves her directorship qualifications and officially performs her duties. Prior to that, Mr. WANG Yongwen will perform the duties as a member on her behalf.*

ESG (Environment, Social Responsibility and Corporate Governance) Committee

Members: Mr. WU Xiaoqiu (Chairman)*, Mr. PENG Jihai, Mr. HOU Huisheng*

- * *Mr. WU Xiaoqiu will serve as the chairman after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. GAO Bin will perform the duties as the chairman on his behalf. Mr. HOU Huisheng will serve as a member after Chinese insurance regulatory authority approves his directorship qualifications and officially performs his duties. Prior to that, Mr. LIU Zhanqing will perform the duties as a member on his behalf.*

By order of the Board
Sunshine Insurance Group Company Limited
陽光保險集團股份有限公司
DONG Yingqiu
Joint Company Secretary

Hong Kong, April 6, 2023

As at the date of this announcement, the board of directors of the Company comprises Mr. ZHANG Weigong, Mr. ZHAO Zongren, Mr. LI Ke, Mr. PENG Jihai and Mr. WANG Yongwen as executive directors, Mr. WANG Jingwei as non-executive director, Mr. MA Guangyuan, Mr. LIU Zhanqing, Mr. WANG Jianxin, Mr. GAO Bin and Ms. JIA Ning as independent non-executive directors.