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If you have sold or transferred all your shares in **China Taiping Insurance Holdings Company Limited**, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中國太平保險控股有限公司

China Taiping Insurance Holdings Company Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 966)

**PROPOSALS FOR
DECLARATION OF FINAL DIVIDEND,
RE-ELECTION OF DIRECTORS,
RE-APPOINTMENT OF INDEPENDENT AUDITOR
AND OTHER BUSINESS AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the 25th annual general meeting of China Taiping Insurance Holdings Company Limited to be held at 26/F., China Taiping Finance Centre, 18 King Wah Road, North Point, Hong Kong on Friday, 30 May 2025 at 3:00 p.m. or in the event that a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on that day, at the same time and place on the first Business Day after 30 May 2025 is set out on pages 14 to 16 of this circular. If you do not intend or are unable to attend the meeting and wish to appoint a proxy/proxies to attend and vote on your behalf, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting. Completion and return of the form of proxy will not prevent shareholders from attending and voting at the meeting if they so wish.

Hong Kong, 30 April 2025

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Annual General Meeting”	the 25th annual general meeting of the Company to be held on Friday, 30 May 2025 at 3:00 p.m., or any adjournment thereof
“Articles of Association”	the articles of association of the Company and its amendments from time to time
“Board”	the board of directors of the Company
“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
“Company”	China Taiping Insurance Holdings Company Limited, a limited company incorporated in Hong Kong, the Shares of which are listed on the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	23 April 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notice of Annual General Meeting”	the notice convening the Annual General Meeting
“Ordinary Resolution(s)”	the proposed ordinary resolution(s) in respect of the ordinary and special business as referred to in the Notice of Annual General Meeting
“PRC” or “China”	the People’s Republic of China
“Share(s)”	share(s) of the Company with no par value

DEFINITIONS

“Shareholder(s)”	Registered holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“TPG”	China Taiping Insurance Group Ltd., a PRC state-owned company established in the PRC and the ultimate holding company of the Company
“TPG (HK)”	China Taiping Insurance Group (HK) Company Limited, the immediate holding company of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

LETTER FROM THE BOARD



中國太平保險控股有限公司
China Taiping Insurance Holdings Company Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 966)

Executive Directors:

Mr. YIN Zhaojun (*Chairman*)
Mr. LI Kedong (*Vice Chairman and General Manager*)

Non-executive Directors:

Mr. GUO Zhaoxu
Mr. HU Xingguo
Ms. ZHANG Cui
Mr. ZHOU Lianggang

Independent Non-executive Directors:

Mrs. LAW FAN Chiu Fun Fanny
Ms. LIU Yi
Mr. SHIU Sin Por
Mr. CAI Hongping

Registered Office:

25th Floor,
China Taiping Finance Centre,
18 King Wah Road,
North Point,
Hong Kong

30 April 2025

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
DECLARATION OF FINAL DIVIDEND,
RE-ELECTION OF DIRECTORS,
RE-APPOINTMENT OF INDEPENDENT AUDITOR
AND OTHER BUSINESS AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding the proposed declaration of final dividend, re-election of Directors, re-appointment of independent auditor of the Company and seeks your approval of the resolutions relating to these matters and other businesses at the Annual General Meeting. The following resolutions will be transacted at the Annual General Meeting:

LETTER FROM THE BOARD

2. ORDINARY RESOLUTIONS

2.1 Resolution No. 1: Adoption of the audited financial statements for the year ended 31 December 2024

The 2024 Annual Report incorporating the audited financial statements, the report of the Directors and independent auditor's report for the year ended 31 December 2024 was sent to the Shareholders on 30 April 2025. The audited financial statements have been reviewed by the audit committee of the Company.

2.2 Resolution No. 2: Declaration of final dividend

As mentioned in the annual results announcement of the Company for the year ended 31 December 2024 dated 24 March 2025, the Board recommended a final dividend for the year ended 31 December 2024 of 35 HK cents per Share, which is subject to the approval of the Shareholders at the Annual General Meeting and compliance with the Companies Ordinance. Ordinary Resolution No. 2 will be proposed at the Annual General Meeting to approve the declaration of the final dividend.

The Company is a limited company incorporated in Hong Kong, as at the Latest Practicable Date, no treasury shares were held by the Company (including any treasury shares held or deposited with Central Clearing and Settlement System). Treasury shares would not receive the final dividend.

2.3 Resolution No. 3: Re-election of Directors and authorisation of fixing Directors' remuneration

As at the Latest Practicable Date, the executive Directors are Mr. YIN Zhaojun and Mr. LI Kedong; the non-executive Directors are Mr. GUO Zhaoxu, Mr. HU Xingguo, Ms. ZHANG Cui and Mr. ZHOU Lianggang; and the independent non-executive Directors are Mrs. LAW FAN Chiu Fun Fanny, Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping.

Pursuant to the Articles 93 and 97 of the Articles of Association, Mr. GUO Zhaoxu, Mr. HU Xingguo, Mr. ZHOU Lianggang, Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping shall retire at the Annual General Meeting. The retiring Directors, being eligible, offer themselves for re-election.

At the meeting of the nomination committee of the Company held on 11 April 2025, the nomination and remuneration committee of the Company reviewed the re-election of the retiring Directors and made recommendation to the Board the re-election of the retiring Directors at the Annual General Meeting.

LETTER FROM THE BOARD

At the meeting of Board held on 16 April 2025, the Board considered the re-election of the retiring Directors and resolved that the retiring Directors be proposed for re-election at the Annual General Meeting.

In compliance with the requirements of code provision F.2.1 of the Corporate Governance Code set out in Appendix C1 of the Listing Rules, a separate resolution will be proposed at the Annual General Meeting for the re-election of each individual director whether such Director is an executive Director, non-executive Director or independent non-executive Director.

Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping have been appointed as independent non-executive Directors with effect from 18 December 2024 and shall retire at the Annual General Meeting, being eligible, offers themselves for re-election. Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping have made confirmation of independence respectively pursuant to Rule 3.13 of the Listing Rules. The Board considers that Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping are independent and their re-election is in the best interest of the Company and the Shareholders as a whole. For the details in relation to the process used by the Company for identifying independent non-executive Director candidates, the reasons to recommend re-election of Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping as independent non-executive Directors, as well as how they contributes to diversity of the Board, please refer to the 2024 Annual Report of the Company.

The brief biographical details of the retiring Directors who are proposed to be re-elected at the Annual General Meeting are set out in Appendix I to this circular.

The Board recommends to the Shareholders that the Board shall be authorised to fix the Directors' remuneration.

2.4 Resolution No. 4: Re-appointment of independent auditor

The Board (which agreed with the view of the audit committee of the Company) recommended that subject to the approval of the Shareholders at the Annual General Meeting, Messrs. KPMG be re-appointed as the independent auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company.

The Board recommends to the Shareholders that the Board shall be authorised to fix the auditor's remuneration.

LETTER FROM THE BOARD

3. ANNUAL GENERAL MEETING

The Notice of Annual General Meeting is set out on pages 14 to 16 of this circular to consider the Resolutions Nos. 1 to 4.

A form of proxy for use at the Annual General Meeting is enclosed. If you do not intend or are unable to attend the meeting and wish to appoint a proxy/proxies to attend and vote on your behalf, you are requested to complete the form of proxy and return it to the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the holding of the Annual General Meeting. Completion and delivery of the form of proxy will not prevent Shareholders from attending and voting at the Annual General Meeting if they so wish.

Pursuant to the Listing Rules, any vote of the Shareholders taken at the Annual General Meeting to approve the resolutions proposed must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

4. CLOSURE OF REGISTER OF MEMBERS

To ascertain the identity of the Shareholders who are entitled to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Tuesday, 27 May 2025 to Friday, 30 May 2025 (both day inclusive) during which period no share transfers can be registered. In order to be eligible to attend and vote at the Annual General Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, 26 May 2025.

To determine the entitlement to the proposed final dividend, the register of members of the Company will be closed on Friday, 11 July 2025. On the above day, no share transfers can be registered. In order to qualify for the entitlement to the proposed final dividend, subject to passing of the Ordinary Resolution No. 2 at the Annual General Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 10 July 2025.

LETTER FROM THE BOARD

5. RECOMMENDATION

The Directors consider that the proposed declaration of final dividend, re-election of Directors, the re-appointment of independent auditor of the Company and other businesses are in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

6. GENERAL INFORMATION

Your attention is drawn to the additional information set out in the Appendix to this circular.

Yours faithfully,
For and on behalf of the Board
YIN Zhaojun
Chairman

Details of the six Directors proposed to be re-elected at the Annual General Meeting are set out as follows:

1. Mr. GUO Zhaoxu (“Mr. GUO”)

Mr. GUO Zhaoxu, aged 60, has been a non-executive Director since 2019. Mr. GUO has been a non-executive director of TPG and TPG (HK) since 2020. Mr. GUO had been the general manager of China Finance & Economic Media Group; deputy editor-in-chief and president of Economic Science Press; deputy director, director of editing room and deputy editor-in-chief of China Financial & Economic Publishing House. Mr. GUO holds a bachelor degree in accounting from Central University of Finance and Economics, China. He is also a senior editor.

Save as disclosed above, Mr. GUO has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Mr. GUO has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. GUO has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Mr. GUO. Mr. GUO is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. Mr. GUO is not entitled to receive any remuneration or other benefits, unless otherwise decided by the Board and the nomination and remuneration committee of the Company in accordance with the procedures applicable to the Board and the nomination and remuneration committee of the Company.

Save as disclosed above, in relation to the re-election of Mr. GUO as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

2. Mr. HU Xingguo (“Mr. HU”)

Mr. HU Xingguo, aged 59, has been a non-executive Director since 2019. Mr. HU has been a non-executive director of TPG and TPG (HK) since 2020. Mr. HU had been the vice president of China Financial and Economic News Agency; senior staff member, principal staff member, deputy director, researcher, secretary of the department, director of the General Division of the Accounting Department in the General Division of Accounting Department and National Accounting Professional Technical Qualification Examination Office of the Ministry of Finance of China. Mr. HU holds a bachelor degree in accounting from Shanghai University of Finance and Economics, China and a doctorate degree in management science from China University of Mining & Technology, Beijing. He is also a non-practising member of The Chinese Institute of Certified Public Accountants and intermediate accountant.

Save as disclosed above, Mr. HU has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Mr. HU has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. HU has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Mr. HU. Mr. HU is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. Mr. HU is not entitled to receive any remuneration or other benefits, unless otherwise decided by the Board and the nomination and remuneration committee of the Company in accordance with the procedures applicable to the Board and the nomination and remuneration committee of the Company.

Save as disclosed above, in relation to the re-election of Mr. HU as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

3. Mr. ZHOU Lianggang (“Mr. ZHOU”)

Mr. ZHOU Lianggang, aged 54, has been a non-executive director of the Company since March 2025. Mr. ZHOU has been a non-executive director* of TPG and TPG (HK) since March 2025. Mr. ZHOU has served the roles of the deputy director of Chongqing Municipal Tax Services, State Tax Administration, deputy principal staff member, principal staff member, deputy director, director, chief economist and deputy director-general of Chongqing Local Tax Bureau. Mr. ZHOU holds a master degree of public administration from Nanyang Technological University, Singapore.

Save as disclosed above, Mr. ZHOU has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Mr. ZHOU has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. ZHOU has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Mr. ZHOU. Mr. ZHOU is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. Mr. ZHOU is not entitled to receive any remuneration or other benefits from the Company, unless otherwise decided by the Board and the nomination and remuneration committee of the Company in accordance with the procedures applicable to the Board and the nomination and remuneration committee of the Company.

Save as disclosed above, in relation to the re-election of Mr. ZHOU as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

* *subject to relevant regulatory approval*

4. Ms. LIU Yi (“Ms. LIU”)

Ms. LIU Yi, aged 61, has been an independent non-executive Director since December 2024. Ms. LIU is currently a professor of the School of Economics and Director of China Center for Public Finance of Peking University, China, a vice president of China Certified Tax Agents Association, and an independent non-executive director of NAURA Technology Group Co., Ltd. Ms. LIU has been an independent non-executive director of TPG and TPG (HK) since May 2024. Ms. LIU holds a doctorate degree in economics from Peking University, China.

Save as disclosed above, Ms. LIU has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Ms. LIU has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Ms. LIU has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Ms. LIU. Ms. LIU is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. Ms. LIU is not entitled to receive any remuneration or other benefits from the Company, unless otherwise decided by the Board and the nomination and remuneration committee of the Company in accordance with the procedures applicable to the Board and the nomination and remuneration committee of the Company.

Save as disclosed above, in relation to the re-election of Ms. LIU as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

5. Mr. SHIU Sin Por (“Mr. SHIU”)

Mr. SHIU Sin Por, aged 75, has been an independent non-executive Director since December 2024. Mr. SHIU is currently an independent non-executive director of The People’s Insurance Company (Group) of China Limited, the president of New Paradigm Foundation, Hong Kong, a member in the expert database and a senior researcher of CITIC Foundation for Reform and Development Studies (中信改革與發展基金會), a senior fellow of the Chongyang Institute for Financial Studies at Renmin University of China, a consultant of Shanghai East Asia Research Institute (上海東亞研究所), a distinguished researcher of the Institute for Hong Kong and Macau Studies of Peking University, China (北京大學港澳研究院), an academic adviser of Center for Hong Kong, Macau and International Problems Research of Shenzhen University, China (深圳大學港澳及國際問題研究中心), and a consultant of Chinese Association of Hong Kong & Macau Studies. Mr. SHIU previously served as a member of the 10th, 11th and 12th National Committee of the Chinese People’s Political Consultative Conference, a member and deputy secretary general of the Preparatory Committee for the HKSAR of the National People’s Congress, a consultant of transitional affairs in Hong Kong of the Hong Kong and Macau Affairs Office of the State Council and the Xinhua News Agency, a director of the One Country Two Systems Research Institute in Hong Kong. Mr. SHIU holds a bachelor’s degree in economics from University of Wisconsin, United States. Mr. SHIU was appointed as Justice of Peace and awarded the honour of the Gold Bauhinia Star by the Government of the HKSAR.

Save as disclosed above, Mr. SHIU has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Mr. SHIU has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. SHIU has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Mr. SHIU. Mr. SHIU is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. The total director’s fee that Mr. SHIU entitled to receive from the Group is HK\$320,000 per annum, as determined by the Board and the nomination and remuneration committee of the Company pursuant to the appointment letter entered into between the Company and Mr. SHIU, with reference to his position and the prevailing market conditions.

Save as disclosed above, in relation to the re-election of Mr. SHIU as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

6. Mr. CAI Hongping (“Mr. CAI”)

Mr. CAI Hongping, aged 70, has been an independent non-executive Director since December 2024. Mr. CAI is the chairman of AGIC Capital (漢德資本), an independent non-executive director of BYD Company Limited, an independent director of Shanghai Pudong Development Bank Co., Ltd., and an external supervisor of China Merchants Bank Co., Ltd.. Mr. CAI had been an independent non-executive director of China Southern Airlines Company Limited, an independent non-executive director of China Eastern Airlines Corporation Limited, an independent non-executive director of COSCO Shipping Development Co., Ltd., an independent non-executive director of China Conch Environment Protection Holdings Limited, an external director of China Minmetals Corporation, an executive chairman of Deutsche Bank (德意志銀行) investment banking division in the Asia Pacific region, the chairman of the investment banking division of UBS AG in Asia, the chairman of China of BNP Paribas Capital (Asia Pacific) Limited, senior vice president and managing director of Peregrine Investments Holdings Limited, the member of the Overseas Listing Team for Chinese Enterprises under the Restructuring Committee of the State Council (國務院國家體改委中國企業海外上市指導小組), and the chairman of the Joint Committee of Board Secretaries for H Share Companies in the PRC (中國H股公司董事會秘書聯席會議). Mr. CAI holds a bachelor’s degree in mass communications from Fudan University, China.

Save as disclosed above, Mr. CAI has not held any directorship in other listed public companies during the three years preceding the Latest Practicable Date or any position with the Company and other members of the Group at the Latest Practicable Date.

Mr. CAI has no interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. CAI has no relationship with any Directors, senior management or substantial or controlling Shareholders (as defined under the Listing Rules) of the Company.

The Company has entered into an appointment letter with Mr. CAI. Mr. CAI is not appointed for a specific term, but is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. The total director’s fee that Mr. CAI entitled to receive from the Group is HK\$320,000 per annum, as determined by the Board and the nomination and remuneration committee of the Company pursuant to the appointment letter entered into between the Company and Mr. CAI, with reference to his position and the prevailing market conditions.

Save as disclosed above, in relation to the re-election of Mr. CAI as Director, there is no other information which is required to be disclosed pursuant to any of the requirements of paragraph 13.51(2) of the Listing Rules; and there is no other matter which needs to be brought to the attention of the Shareholders.

NOTICE OF ANNUAL GENERAL MEETING



中國太平保險控股有限公司

China Taiping Insurance Holdings Company Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 966)

NOTICE IS HEREBY GIVEN that the 25th annual general meeting of China Taiping Insurance Holdings Company Limited (the “**Company**”) will be held at 26/F., China Taiping Finance Centre, 18 King Wah Road, North Point, Hong Kong on Friday, 30 May 2025 at 3:00 p.m. or in the event that a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on that day, at the same time and place on the first Business Day (as defined in note (i) below) after 30 May 2025 for the following purposes:

As ordinary business:

1. To receive and adopt the audited Financial Statements, the Report of the Directors and the Independent Auditor’s Report for the year ended 31 December 2024.
2. To declare a final dividend of 35 HK cents per share for the year ended 31 December 2024.
3. (a) Each as a separate resolution, to re-elect the following retiring directors of the Company:
 - (1) to re-elect Mr. GUO Zhaoxu as a director of the Company (the “**Director**”);
 - (2) to re-elect Mr. HU Xingguo as a Director;
 - (3) to re-elect Mr. ZHOU Lianggang as a Director;
 - (4) to re-elect Ms. LIU Yi as a Director;
 - (5) to re-elect Mr. SHIU Sin Por as a Director; and
 - (6) to re-elect Mr. CAI Hongping as a Director.
- (b) To authorise the board of the Directors (the “**Board**”) to fix the Directors’ remuneration.

NOTICE OF ANNUAL GENERAL MEETING

4. To re-appoint Messrs. KPMG as the independent auditor of the Company and to authorise the Board to fix their remuneration.

By Order of the Board
ZHANG Ruohan
Company Secretary

Hong Kong, 30 April 2025

Notes:

- (i) “Business Day” means any day (excluding Saturday) on which no black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon on that day and on which banks in Hong Kong are generally open for business. If a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted at 12:00 noon or any time after 12:00 noon on 30 May 2025, the annual general meeting of the Company will not be held on that day but will be held at the same time and place on the first Business Day after 30 May 2025 instead.
- (ii) A member entitled to attend and vote at the above meeting shall be entitled to appoint another person as his proxy, or appoint up to 2 proxies if he holds 2 or more shares of the Company, to attend, speak and vote for him in accordance with the articles of association of the Company. A proxy need not be a member of the Company.
- (iii) In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
- (iv) To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) must be deposited at the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof.
- (v) To ascertain the shareholders’ entitlement to attend and vote at the annual general meeting of the Company, the register of members of the Company will be closed from Tuesday, 27 May 2025 to Friday, 30 May 2025 (both day inclusive) during which period no share transfers can be registered. In order to be eligible to attend and vote at the annual general meeting of the Company, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, 26 May 2025.
- (vi) To determine the entitlement to the proposed final dividend, the register of members of the Company will be closed on Friday, 11 July 2025. On the above day, no share transfers can be registered. In order to qualify for the entitlement to the proposed final dividend, subject to passing of the Ordinary Resolution No. 2 at the annual general meeting of the Company, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 10 July 2025.

NOTICE OF ANNUAL GENERAL MEETING

- (vii) A circular giving details of the resolutions to be dealt in annual general meeting of the Company will be despatched to the shareholders on 30 April 2025. The biographical details of the retiring Directors who are proposed to be re-elected at the above meeting are set out in Appendix I to the circular.
- (viii) This notice is also available for viewing on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the website of the Company at www.ctih.cntaiping.com from 30 April 2025.
- (ix) As at the date of this notice, the Board is comprised of 10 Directors, of which Mr. YIN Zhaojun and Mr. LI Kedong are executive Directors, Mr. GUO Zhaoxu, Mr. HU Xingguo, Ms. ZHANG Cui and Mr. ZHOU Lianggang are non-executive Directors; and Mrs. LAW FAN Chiu Fun Fanny, Ms. LIU Yi, Mr. SHIU Sin Por and Mr. CAI Hongping are independent non-executive Directors.
- (x) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.